

THE TRUTH IS IN HERE: DARK-MATTER MINI-GAME

Dungeon

OFFICIAL DUNGEONS & DRAGONS ADVENTURES

ISSUE #108 • MARCH 2004

30 FEET OF DEMONIC DANGER

Take On The Iron Satyr

10 Profoundly Perplexing Puzzles

Challenge of
Champions

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FEATURING

Andy Collins • Scott Stearns • Jonathan Richards

In This Issue

Dungeon

"Eventually, my interest in the Illuminati was to lead me through a cosmic Fun House featuring double and triple agents, UFOs, possible Presidential assassination plots, the enigmatic symbols on the dollar bill, messages from Sirius, pancakes from God-knows-where, the ambiguities of Aleister Crowley, some mysterious hawks that follow Uri Gellar around, Futurists, Immortalists, plans to leave this planet and the latest advances in quantum mechanics. It had been a prolonged but never boring pursuit, like trying to find a cobra in a dark room before it finds you."—Robert Anton Wilson, *The Cosmic Trigger*



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Scott Stearns

A massive horned statue at the center of the village of Dramshae draws interest from townsfolk and extraplanar interlopers alike. A D&D adventure for 11th-level characters.

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Jonathan M. Richards

Once again, the Adventurers Guild has sent out the call for those who dub themselves great adventurers to compete in a contest designed to challenge low- and high-level heroes alike. Can you make it through to victory without suffering the humiliation of defeat? A D&D adventure for characters of any level.

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ON THE COVER: What ever happened to Fay Wray? Why, she's in the clutches of this goristro tanar'ri as painted by cover artist Matt Cavotta, of course. We'd like to think King Kong himself would be proud.

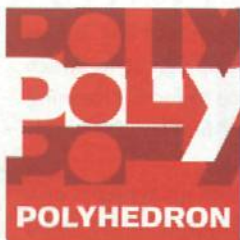




Dungeon Adventure Player Rewards!

Take advantage of the RPGA's Player Rewards program by scoring points with the adventures from this issue of *Dungeon!* Each adventure is worth 2 D&D Player Rewards points, and remains active until 4/30/04. Drop by www.rpga.com for more details, and use the following adventure codes:

The Iron Satyr (108IS1DN)
Challenge of Champions V (108CC1DN)



v.167



Dark•Matter: Shades of Grey

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Andy Collins

All that you see is not all that there is. The world is a buzzing hive of conspiracies, from subtle alien plots aimed at taking over the world to the centuries-old machinations of numerous illuminati groups, your player character investigators may be the last hope of the freedom-loving citizens of Earth. A *d20 MODERN* Mini-Game of conspiratorial suspense.

Global Positioning

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March 2004
Vol. 18, No. 3
Issue 108

POLYHEDRON: Original Dark•Matter artist Ashley Wood gives us a glimpse of the occult world of the Dark•Matter: Shades of Grey Mini-Game.



DUNGEON MARCH 2004, VOLUME 18, NUMBER 3 (ISSN# 0890-7102/USPS 0002-0005) is published monthly by Paizo Publishing, LLC, 3245 146th Place SE, Suite 110, Bellevue, WA 98007-6481, United States of America. Periodicals Postage Paid at Bellevue, WA 98009-9998 and at additional mailing offices. POSTMASTER: Please send address changes to *Dungeon*, Paizo Publishing LLC, 3245 146th Place SE, STE 110, Bellevue, WA 98007-6481.

It's a Conspiracy!

"There are wheels within wheels in the Village of Hommlet and the lands around. Behind each person lurks another, the circles growing wider and the figures shadowy but very powerful."

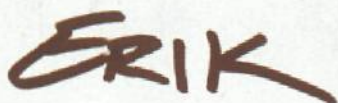
Those words, from Gary Gygax and Frank Mentzer's masterpiece *The Temple of Elemental Evil*, were among the first to contribute to my campaign style, which usually involves interlocking plot elements that slowly coalesce to form a looming threat to the PCs that they might never have imagined from the first few seemingly insignificant threads.

A hunt for a kidnapped bargefolk wisewoman leads to the musty halls of a stodgy university, where the players discover an obsessed academic in the midst of dissecting the wisewoman's corpse in an effort to unravel the science behind her unusual gift. Interrogation of the scholar reveals a much wider network of grave-robbers, highwaymen, and assassins who thrive by providing living and dead specimens for their master's academic inquiries. Crushing the criminal enterprise leads to the discovery of a ledger of clients, including a local noble who bankrolls the university's forbidden research in an attempt to discover a means by which he might develop unusual magical or psychic talents of his own.

A simple hunt for a missing mystic leads, eventually, to the fall of a major local political figure, with each step of the investigation leading to a new clue. Finally, near the end of the campaign arc, everything fits into place. This style of play is a good deal more complicated than running the PCs through a trap-laden gauntlet (although that's fun, too), and often leads to some really rewarding roleplaying. Rather than spoon-feeding the players my (I hope) intricate plot, I allow them to piece it together themselves. Sometimes, they miss huge clues, but it's usually pretty easy to introduce another element that puts them back on the case.

While putting together the *Dark-Matter* Mini-Game in this issue's *Polyhedron* section, it occurred to me that my style of play borrows rather heavily from the "investigative" tradition of more modern games like *Call of Cthulhu* or *d20 MODERN* than it does from standard "slay the monster" fantasy fare. "Wheels Within Wheels" might as well be a metaphor for the modern conspiracy theory, with the difference being that in an RPG campaign, even the most outlandish conspiracies can be absolutely true (and in my campaigns, most of them are, of course).

If the players eventually take the advice of TV's *X-Files* and "trust no one," the campaign's not going to get very far and no one's going to have much fun. If, on the other hand, the players become aware that the "truth" operates on two levels, the obvious surface facts and the less obvious story just beneath the facade, they'll start to suspect every shadow of holding a potential clue to a new and more exciting campaign arc. And that's when you've got them forever.



Erik Mona
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Dungeon

Volume 18, No. 3
March 2004

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Ahh, the glory days...

I've held back for some months now on offering my comments on the content, number of adventures, and *Polyhedron* debate. Honestly, I appreciate the overall quality and content of *Dungeon* and, even more so, the hard work involved in putting each issue together. However issue #105 has prompted me to offer my two cents.

Another reader commented in your letters section about the "Glory Days of *Dungeon*." The glory days will never return while there are only two adventures per issue. Part of my glorious experience in those days was to flip to the table of contents, and quickly scan the five or six adventures. Almost always I'd find at least one that was level appropriate and length appropriate.

I have no objections to two long adventures in *Dungeon*, as long as there are a couple of shorter ones to choose from as well.

This brings me to *Polyhedron*. For months now, my thumb has wavered in the horizontal position. Issue #105 has finally turned the thumb down.

The *DeathNet* Mini-Game was utterly useless to me, and a total waste of good color ink—ink and paper that could have been used for other D&D adventures.

I own every issue of *Dungeon* ever published because I want D&D adventures! Not *DeathNet*, or superheros, or modern spies, etc! There are other magazines and venues for such things.

Pure and simple...give me D&D. If you need to experiment, or create "value add" with your issues, then give me D&D value add. Like villains, spells, markers, maps, magic items...and *more* adventures.

On a side note, if you really need more content (to replace the uselessness of *Polyhedron*), I'd like to suggest a "From the Archives" section that brings classic *Dungeon* adventures up to d20 3.5 standards. I know there are "purists" out there who oppose re-printing old material. The

archive wouldn't necessarily need to reprint the entire adventure, but might list key elements or characters with d20 stats, to be integrated with the original.

I really do look forward to the return of the Glory Days.

Japji Khalsa
Via Email

Well, Japji, if the "Glory Days" must include a half-dozen adventures in every issue, you're going to be waiting for quite some time. For the time being, the monthly format is here to stay. That means, in general, each issue will contain from two to three adventures.

It's a matter of size, both in terms of the physical page count of the magazine and in terms of the sprawl of 3.5 stat blocks. To take *Dungeon* #1 as an example, most stat blocks seem to take up about five lines of text. Most modern stat blocks take up from 16 to 30 lines of text. While all of that extra information helps the game move more smoothly and forces the DM to look up less information, it does take up considerably more space.

Ideally, we'd print three adventures every issue. So far, we've only been able to pull that off a couple of times in the last year, and I'd be a fool to promise we can do it every issue.

Warduke!

Just wanted to drop a quick line and tell Erik Mona what a good job he did bringing back one of my all time favorite "cartoon" D&D characters. Warduke was a big favorite of mine and while I normally do not buy *Dungeon* or *Dragon* magazines, I bought this issue without a second thought just by recognizing the character on the cover.

I hope to see more classic characters make a return or at least get stats written for them like Kelek, Braveheart, or Ringlerun, but having Warduke is good enough right now.

Thanks again for a great issue and bringing back the "coolest" evil fighter, Warduke!

George A.
Via Email

Art Director Sean Glenn deserves most of the credit, since bringing back Warduke was his idea from the very start. The final write-up was a true team effort (with the able help of Associate Editor James Jacobs), and we're thrilled it went over so well. We don't currently have any plans to update other action figure/cartoon characters, but you never know. Sooner or later we may get around to providing much-needed 3.5 statistics for sweet, sweet Uni.

Death Knelled

I have a question regarding the Maps of Mystery feature.

I really love these maps and find them to be of high quality. I don't use D&D (I prefer a low-magic setting and find the "demons trying to control the world" stories too far-fetched for my own fantasy liking) but find the maps to be enough to give me ideas for my own gaming sessions.

I'd like to know if these maps are from a particular setting or environment? Or are they the artist's particular game world? Also, what program do you/they use to create these wonders? Adobe Photoshop? Is there a template that others can use to create their own maps (and submit them to you possibly?). You see, while I love them, I'd like to expand upon them. For example: Darkendale Keep (issue #103). What lies further along the road and the rivers further west? Where does the river drain out to? The towns, fields and farms are great and I'd like to create my own to fit in with these maps, for my own games.

Jason Brisbane
Perth, WA
Australia

The "Maps of Mystery" feature exists for precisely the reasons you enumerate—to kindle the fires of imagination in our readers. What

indeed lies east of Darkendale Keep? The map itself is a question meant to be answered by each DM who sees fit to adapt it for use in a campaign.

We passed along your technical question to cartographer Christopher West, and here's what he had to say:

The "Global Positioning" maps and "Maps of Mystery" that I create generally spring from my own imagination, or out of suggestions and requests sent in by friends or readers. They're not designed for a particular world or setting, generally speaking, but I like to put a lot of thought into the background of each one. I ask myself: "How would I use this location in a campaign of my own, and what can I add to the map that might inspire adventure ideas in other GMs?"

As an example, the "Town of Deepwatch" Map of Mystery from issue #103 was based on the idea that some ancient creature of darkness slumbers in the depths. This village eventually grew up around a keep that was built to guard against the creature's return. I also tried to give the town enough points of interest to sustain a series of adventures set within it or let a group of PCs use it as a base of operations. Since the map isn't dependent upon a particular game world, however, GMs are free to use it as they see fit.

Regarding how the maps are made: as you guessed, the majority of my work is created within Adobe Photoshop, using hand-drawn sketches as a guide.

Thanks very much for the kind words! If there's something you'd like to see in future Maps of Mystery or Global Positioning features, be sure to send in your requests. Our list of map ideas is long enough to keep these features running for years, but fresh suggestions are always welcome!

Warduke! (Part II)

I just picked up my copy of *Dungeon* #105 and when I saw Warduke on the cover I think I had a tear form in the corner of my eye; suddenly I was reminiscent of all the Saturday morning DUNGEONS & DRAGONS cartoons and action figures that I had when I was knee high to a kuo-toa. My only question (and request) is if this awesome return of one of the coolest villains out there is just the beginning. Can we plan on seeing more critical threats of our old and never-forgotten cartoon/action figure characters? I'd love to see the various characters from yester-year updated to 3.5

just as Warduke was done so excellently for us this month. I'm gonna cross my fingers and wish for Strongheart, Elkhorn, and "the gang" to be updated, because Christmas is coming up in a month and I've been nothing but nice all year long. (He he he, optimistic, aren't I?) Either way, keep up the good work with both *Dungeon* and *Dragon* magazines!

PS: I also really enjoyed the *Incursion* crossover story line. I would like to see more crossovers in the future.

**Dave Russell
Muskegon MI.**

Look for another crossover event in *Dragon* #319 and *Dungeon* #110. A little something we like to call "Dark Sun." Don't miss it!

Best of Gen Con

Since issue number one I think about every editor of *Dungeon* has talked about the problem of a limited selection of adventures to choose from for print. My solution is to create a special issue once a year dedicated to the winners or best adventures from conventions like Gen Con. I've read some of their adventure lists and said to myself "Wow, some of these really sound great!" Yet as far as I know, few of them have ever been printed.

Another special issue I would like to see is in the month of October, a totally scary issue. In particular, I would love to see Ravenloft adventures again, and I think most people would like to see this stuff around Halloween.

**Tyler Heimbuch
Via Email**

We'll see what we can do about providing some scary adventures come Halloween time, Tyler. Frankly, with the tastes of our editorial staff, you'll probably be getting spooky adventures all year long.

Of course, some of the best D&D adventures of all time got their start as tournament modules. We've got plans in the hopper to present a very special tournament in these pages some time in the next year, so your suggestion isn't far off the mark. Instead of looking at convention game lists and thinking "boy, that looks cool," however, we suggest you actually take the plunge and plan to attend Gen Con or a more modest local convention. You'll probably be pleasantly surprised by the quality of players

you'll find, and it's a great way to "pre-screen" players for your own home campaigning.

What's Next For Cauldron?

I've been running a campaign using your *Shackled City Adventure Path* series, and I wanted to give you some feedback, and insight, on how we've been using your adventures.

I've been having a great time with this campaign, and my players can't wait to find out what happens next. You have provided us with an engaging story with lots of plot hooks, filled with intrigue and offering many possible future events. And that is the only problem I have as a DM using the adventure path series: we don't know the ending.

I've read through each of the adventures that have been published so far, and I've been able to keep the key NPCs interacting with my players, tossing out a little information here and there to set up encounters that won't happen for a month or more. However, we've been finishing the adventures in between two and four weeks each, and we're slowly catching up to the publishing times of the adventures, which come out every other month. By the time we hit the fifth installment, the sixth one might be hot off the presses, and the seventh one won't be available at all.

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Submissions: Interested in writing for the magazine? Download our submission guidelines by visiting the *Dungeon* homepage at www.paizo.com/dungeon.

We need as much information as you can give us in each installment so we can be prepared to foreshadow upcoming adventures as best we can. In a sidebar in *Dungeon* #102, you state that you won't tell us who or what Celeste is. The information that you provided is great...for the players. But the DM needs this information to prepare for whatever encounter may occur with a group of PCs in which anything could happen. How should I react if the PCs somehow discover that *charm person* doesn't work on Celeste, so they use *charm monster* instead?

I'm not looking for an answer to that question, but could you answer this one: how many adventures are planned to be written for the adventure path, and what will be the level of the characters at the end?

Thanks for your great work, and I'm looking forward to each new installment of the Adventure Path.

Casey Jacobson
Seoul, Korea

Thanks for the kind words, Casey. As you guessed, we're not about to give away the "story" behind Celeste yet, only partly because as of right now, there isn't a "story" to that NPC. We've left her as a potential plot element for future authors to do with what they will. There's even a chance that her story will never be revealed, although I'd be a little disappointed to discover that was the case. Only future installments will say for sure.

We've outlined the entire Adventure Path series, but we like to leave as much leeway for our authors as possible. We've made every effort to bring the absolute best talents in adventure design to bear on this story, and we haven't yet been disappointed by the surprising twists and turns that pop up with each new installment (there's another one coming next issue, by the way).

As for your question, we intend the Adventure Path to span 10 adventures. At the end of it all, the PCs should be somewhere around 20th level.

Zombies and Eggs

May I offer my plaudits for issue #106? The stunning cover design was both aesthetically pleasing and intriguing, piquing my interest as to what might lie

inside. The contents didn't disappoint, with two atmospheric adventures and some fantastic cartography from Rob Lazzaretti—he deserves the highest praise for his work. I also admired your bold use of full-page illustrations—particularly Peter Bergting's picture facing page 45, which made me want to send my players into the briny deeps at once!

I thought "Tammeraut's Fate," by Greg A. Vaughan, was unusually well-written and structured. The story really draws you in, and then unfolds in a nicely varied range of encounters, all of which seem appropriate to the environment. In comparison, Steven Montano's "The Black Egg" was a little disappointing. A dramatic beginning gives way to a rather linear series of combat encounters with powerful humanoids, whose personalities and motivations will remain obscure to the players. I also feel that more detail should be given on the tactics of high-level opponents with a wide range of skills and abilities.

On a related note, I'd like to vote in favor of the Quick Reference format previewed in "Zenith Trajectory" (*Dungeon* #102). I find this summary of pertinent information extremely helpful when running an adventure. For example, my players listen at every door, and it's a godsend to have the potential sounds and DCs listed right up front. It also acts as a reminder to the authors to include relevant details.

One addition that most adventures—particularly longer, site-based ones—would benefit from is a consideration of responses to the players' actions. Any one from the excellent Adventure Path series, for example, cannot reasonably be completed by characters of the given levels without at least one night's rest to heal and prepare new spells. Yet no guidelines are given as to how the adversaries might react to the obvious signs of an incursion, whether any reinforcements are available, etc. Of course, the DM can work up this information from scratch, but it would be most helpful to include some suggestions, where appropriate.

My thanks, again, for the outstanding issue #106. I look forward to enjoying many more—and even better—issues in the future!

Hanrahan Highland
Bristol, UK.

And we look forward to providing them!



DON'T MISS DUNGEON #109!

Dungeon provides the very best in official DUNGEONS & DRAGONS adventures every single month! Next issue's offerings include:

Secrets of the Soul Pillars

By Jesse Decker

The **Shackled City** Adventure Path plotline marches on. At last, the action returns to the city of Cauldron, where the wicked Cagewrights hatch a deadly plan that could lead to the city's destruction!

BONUS: Take a glimpse at the campaign's movers and shakers in our special "Faces of Cauldron" art feature. A D&D adventure for 12th-level characters.

The Devil Box

By Richard Pett

Friendly kobolds, a bizarre freakshow, and Tiny devils conspire to bring havoc to the lives of your player characters. Can you rescue the Reptile Boy from bondage before a diabolical plot brings trouble to the citizens of a friendly village? A D&D adventure for 2nd-level characters.

Polyhedron #168

Dungeon's Polyhedron section presents the latest d20 System and RPGA Network news, including a massive 25-page gazetteer of Greyhawk's city of Hardby and a look at FEAR, the Fascist Extremist Action Network, a group of colorful terrorists for your d20 MODERN campaign.



ANY SETTING

HIGH
LEVEL

LEVELS 11+

PLANAR

THE IRON SATYR

BY SCOTT STEARNS

ARTWORK BY PETER BERGTING • CARTOGRAPHY BY CRAIG ZIPSE

This adventure takes the characters from a village on the Material Plane to Thuldadin, the second layer of Acheron. "The Iron Satyr" is suitable for four characters of 11th level. The first half of the adventure focuses on uncovering the true motives of a new church in the village of Dramshae. The story then moves to Thuldadin, where the PCs must use all their skills and powers to survive on an alien plane. Successful heroes should gain approximately one level at the conclusion of the adventure.

The *Manual of the Planes* and *Fiend Folio* are highly recommended resources for running this adventure, though enough information is provided within the adventure that these books are not required. You should also review of the material on Acheron and Thuldadin on page 163 of the *DUNGEON MASTER'S Guide* before running this adventure. For those wishing to introduce the challenges of the Planes to their players, "The Iron Satyr" can provide the gateway to continuing adventures on the Great Wheel.

ADVENTURE BACKGROUND

"That ugly statue weren't always here, ya know. Hell, any fool can see it ain't even a proper satyr!" So say the graybeards of the village of Dramshae—and they're right on both counts. The huge, towering iron monstrosity sitting in the town square dates from the earliest days of the village, but the features on the thirty-foot-tall rusting figure resemble a misshapen humanoid bison far more than a satyr. Still, it has always been called "the Iron Satyr," as long as anyone can remember, and no one seems sure how it got there. Unfortunately, the village of Dramshae is about to find out.

Many decades ago, a duel between a wizard dedicated to Pelor and a powerful hobgoblin cleric of Maglubiyet spilled through an ancient gate from Thuldadin onto the Material Plane, just outside a collection of huts called Dramshae. The settlers of Dramshae fled in terror as the hobgoblin gated a goristro tanar'ri to aid him in the battle; the wizard countered with a variation of *flesh to stone*. The goristro succumbed to the wizard's spell and transformed into a towering iron statue. The tide of the battle turned, and the hobgoblin fled back to Thuldadin with the wizard in pursuit. What fate became of the two is unknown, but the iron goristro remained behind.

In the ensuing decades, the tiny settlement of Dramshae has prospered, growing up around the statue of the

demon. In time both the tale of the duel and the true nature of the goristro were forgotten. Recently, however, Maglubiyet has taken an interest in the transformed goristro. He hopes to capture it for use on Acheron in his continual war with the orc god Gruumsh. He made his desires clear to one of his favored clerics, a hobgoblin named Murdaget, in the form of a vision. Murdaget set out immediately to retrieve the statue, and arrived in Dramshae using the ancient portal from Thuldadin. Unfortunately, he found that the portal was simply too small to allow transport of an object as large as the Iron Satyr. Murdaget was not deterred, however, and determined then to expand the existing portal's size so that he could pull the Iron Satyr through to the other side.

The portal itself is linked to a ring of stones in the Dramshae town square. The portal opens only for someone who carries a portal key. The stones that surround the portal are of an unusual material—petrified stone formed by long exposure to Thuldadin—and serve to focus the portal on Thuldadin. Originally, there were four stones laid in a small, rough circle, far enough apart to accommodate Medium creatures. In order to expand the gate to allow the Huge goristro statue to pass through, Murdaget must expand the diameter of the stone ring and move the stones around the Iron Satyr. To do so, he requires the skill of a talented sculptor, and a local artisan named Berli is the perfect candidate.

Alas, Murdaget is not the only fiend who lusts for Berli's skills. A vain and power-hungry succubus named Viela had already set her sights on Berli, and for some time has been working on corrupting him so she could steal him away to the Abyss as a personal artisan. She learned of the portal to Thuldadin and the true nature of the Iron Satyr when Murdaget contracted Berli to help expand the stone circle, and immediately decided she must have the restored goristro as a minion as well. Not long after, Murdaget kidnapped Berli and moved him to the Thuldadin side of the gate, where he would have access to the raw materials needed to create more stone menhirs to expand the portal. Viela was enraged by this development, but now realizes that since the goristro can only be restored on Thuldadin she needs Murdaget's cooperation for now. She plans on claiming Berli and the goristro for her own once Murdaget's usefulness has passed. Murdaget himself suspects Viela has such plans for him as well, and plans to use the goristro to kill the succubus.

IRON
SATYR

For now, though, the two are cooperating. They are quite aware that if their schemes are discovered, a swarm of pesky do-gooder types are sure to show up and attempt to stop them. Thus, the two have formed a shaky alliance and cooked up a plan to hide the truth from the villagers of Dramshae while work on the portal continues.

Viela fronts the group in Dramshae, falsely posing as a priestess of a fictitious demi-god named Ealira, patron of beauty and the arts. Under the pretense of "beautifying" the town square, she organizes the physical labor and work required to erect the new stones of Thuldadin material around the portal. On Thuldadin, Berli carves the stones with great care and precision. Hobgoblin minions of Murdaget then move the stones from Thuldadin through the portal under cover of night to newly excavated tunnels under Ealira's temple, where Murdaget and his other clerical minions perform the necessary rituals to prepare the stones as proper portal foci.

For her assistance, Murdaget has promised Viela that he'll return Berli unharmed once the portal is done. Both she and the hobgoblin are cognizant of the fact that the other plans a double cross at some point, but for now it advances both their agendas to cooperate.

ADVENTURE SYNOPSIS

The PCs come to Dramshae for unrelated reasons, and soon come to suspect something strange is afoot in town. They learn that a local artist has gone missing. Investigations eventually point to the Temple of Ealira. There, they discover the tunnels that have been excavated under the temple and confront Viela, Murdaget, and their minions. The hobgoblin escapes and opens the now completed portal, transporting the goristro back to Thuldadin. Viela may offer a truce to the PCs in an attempt to use them to open the gate to rescue Berli, or they may decide on their own to travel through the portal to save the artist or stop Murdaget from completing his plans. After facing the guards Murdaget stationed at the other side of the gate, the adventurers track the hobgoblin across the face of one of the cubes that make up the plane to his stronghold in a fallen siege tower. After overcoming guards at the tower, the heroes confront Murdaget in a final encounter, during which he restores the goristro to life to join in the ensuing battle.

ADVENTURE HOOKS

This adventure begins as the PCs realize that something rotten is going on in Dramshae. As such, their initial reasons for traveling to Dramshae are left vague, and should be tailored to fit your campaign. Some possible reasons include:

- The PCs have entered a contract with Berli to create a piece of jewelry or a specific masterwork item, and when he fails to deliver the object in a timely manner the PCs are forced to travel to Dramshae to find out what's caus-

ing the delay. Alternately, the PCs could be sent by an ally or patron who is waiting patiently for Berli to deliver.

- A cleric PC is asked by high-ranking priests in her temple to investigate rumors of a suspicious "new" deity being worshiped in Dramshae. The church suspects that the "new" religion is a front by con artists who are stealing from the town in the form of "donations" to their deity.
- The PCs hear rumors of a huge, peculiar iron statue that sits in the Dramshae town square, and that on certain nights of the year the statue grants permanent enhancements to physical power if a mysterious ritual is performed before it. Of course, this is little more than a tall tale, but it may be enough to get the PCs interested in Dramshae.

CHAPTER ONE: DRAMSHAE

There are four primary locations to be investigated within the village of Dramshae during the course of the adventure: the town square, the temple of Ealira, a warehouse where building materials for the gate are stored, and Berli's house. The characters could visit these sites in almost any sequence depending on which hook you are using and the sequence of play. You should be familiar with how the clues at the sites link to one another in order to be prepared for the actions of the players.

👑 Dramshae (village): Conventional; AL NG; 200 gp limit; Assets 8,500 gp; Population 850; Mixed (87% human, 7% halfling, 3% half-elf, 2% gnome, 1% other).

Authority Figures: Kembell, male human Com2/Ari2 (head of the Town Council.)

Important Characters: Berli, male human Exp6 (local artisan, currently imprisoned on Thuldadin); Viela, female succubus Brd4/Fiend of Corruption 4 (Priestess of Ealira); Murdaget, male hobgoblin Clr8/Divine Agent 4; Town Guard (Ftr2 [1], War [2], War [14]), Council members (Com1/Ari1 [7]).

Note: Although Dramshae has a 200-gp limit, some of Berli's more exquisite works have brought in much more than this total.

Dramshae is a peaceful village built around trade and is wholly unprepared to defend itself from powerful individuals such as Viela and Murdaget. The villagers are friendly and helpful but are limited in the amount of useful aid they can provide.



ARRIVAL IN DRAMSHAE

The village of Dramshae presents a relaxed, pastoral scene. The village consists of two large dirt roadways that intersect at a large town square. Numerous small houses line these roads, but they are far from cramped and each has ample open land around. These buildings are small, thatched-roof affairs, simple and unassuming. At the eastern end of the village stand several large wooden buildings—warehouses, most likely. North of the village a large and beautiful temple sits atop an exquisitely landscaped hillock.

The town square itself is a little more civilized, and consists of a large open area paved with cobblestones. The square is surrounded on all sides by several buildings, many of which have two stories. These seem to be businesses, for the most part; a tavern, an inn, a general store, a smithy, and the like. The most impressive sight of all looms in the square's center. There, a single huge statue utterly dominates the scene. The metal behemoth towers some 30 feet high. The massive figure squats in the middle of the square, fashioned in the shape of a bipedal creature with bent, fur-covered legs, massive shoulders and long, heavily-muscled arms. The figure's head is bestial, sculpted in the likeness of a misshapen bison.

This then must be the infamous Iron Satyr of Dramshae.

The villagers of Dramshae are a friendly bunch, and anyone the PCs stop on the street is more than happy to answer questions, as long as they are treated kindly and with respect in return. There are two kinds of rumors to be heard in Dramshae; common and uncommon rumors. PCs attempting to uncover information must make a successful Gather Information check (DC 15) to learn a common rumor. If the character's Gather Information check exceeds this DC by 10 or more, he also gains the corresponding uncommon rumor (see the table on the next page).

THE MASON AND THE PRIESTESS

Unless they take pains to hide their coming, word of the PCs' arrival in town spreads quickly. It doesn't take long for Murdaget and Viela to hear that a group of adventurers have arrived in town. In fact, depending upon their reasons for coming to Dramshae, the PCs may approach one of them on their own. None of the villagers suspect that these two are anything more than they appear; a skilled mason and a beautiful priestess. Of course, both of their disguises rely upon magic to succeed, so if the characters use magic like *true seeing* (or even simply make exceptional Spot checks to penetrate their disguises), they can quickly unveil the truth. If news of either's true identity gets out, panic spreads through the town and those villagers who don't flee

Die roll Common Rumor**Uncommon Rumor**

1 "That Iron Satyr's been around here forever. It's sort of our mascot, really. Doesn't really look like any satyr I ever heard tell of, but that's what we call it." (True; none of the villagers know the statue's true nature.)

"We had some creeps visit town a few years ago; they paid Councilor Kembell a pretty penny to sleep under the statue one night. Their coins had pictures of devils on them!" (False; although this story can lead the PCs down the trail of realizing that the statue isn't really of a satyr.)

2 "All the work in the town square was organized by the Temple of Ealira. Priestess Viela's been a wonderful addition to our community, and she's financing the restoration of our town square. It's going to be beautiful when it's done!" (True, although none of the villagers know or even suspect that Viela is more than she appears.)

"Priestess Viela's been a godsend. Ever since the previous priest, old Feargus were his name; went crazy and did himself in, she's helped our town in ways St. Cuthbert never did." (True, although Feargus was actually framed and driven out of town by Viela as part of her plan to take over as Dramshae's spiritual leader.)

3 "Yeah, Berli's one of the richest people in town. No wonder, too; I heard his last sculpture brought in nearly 200 gold coins! He's been doing a lot of work with the temple, although not lately since he hurt his hand." (Partially true; Viela recently granted him a fiendish graft that replaced his right hand, and Berli took to wearing heavy bandages over it in public to avoid awkward questions.)

"I haven't seen Berli in town lately. Those stones they're setting up around the Iron Satyr, though, they look like his work. He must be busy trying to get the rest of the stones ready for the Midsummer Festival." (Partially true; the stones are indeed Berli's work, but he's not been seen in town because he's been relocated to Thuldadin by Murdaget.)

4 "Although Priestess Viela is financing the reconstruction of the town square, the actual construction is being overseen by a man named Murdaget. He can be a bit harsh on the workers, but he gets the job done!" (True.)

"I think maybe that Murdaget owes the church of Ealira some money or something; whenever Viela pays the workers, Murdaget doesn't get any payment at all." (True; Viela pays the workers simply as part of her arrangement with Murdaget, but has no interest in paying him as well.)

5 "I think that the stones they're putting up around the Iron Satyr are being made in one of the warehouses to the east; the foreman seems to spend a lot of time there." (Partially true, the stones are staged from the warehouse but aren't actually made there.)

"One of my cousin's friends' brothers says he saw something weird in one of the warehouses...it was a big green severed finger that was crawling around like a worm. He ran like a devil were after him, and when he came back later with his brothers it was gone." (True; the finger was from one of the trolls in area **W1**; the troll lost it in a game it was playing but found it and reattached it later.)

6 "We're pretty lucky here in Dramshae; there aren't a lot of monsters lurking in the woods nearby, although we have had problems in the past with freakishly large spiders." (True.)

"Actually, a few nights ago I heard this terrible noise out back behind my house. Sounded like a wild boar was getting killed, what with the squealing and all. I peeked out the back door and thought I saw a huge spider, one the size of a horse with a struggling boar in its jaws, but when I blinked and looked again it was gone. Must'a come from that extra stein of Spitting Lizard I drank the night before, I guess." (True; the man saw one of the phase spiders catch a boar and retreat underground to area **E11**.)

retreat to their homes and board up their windows and doors, hoping the PCs take care of things soon.

Murdaget or Viela don't take long to decide that the PCs represent the greatest threat to their plans yet, but each reacts quite differently to this new development. Their reactions to the PCs depend heavily on the nature of their first interactions. Since both can be encountered in numerous places throughout the adventure, they are detailed in this section, separate from the encounter keys.

MURDAGET (EL 12)

Murdaget, in his disguise as the foreman of the workers, appears as a tall man with a thick, muscular build and

dark, shaggy hair. He wears a gray doublet and plain belt, and is constantly in a foul temper.

Unlike Viela, Murdaget does not want to entangle himself with the PCs at this point, and if he learns who they are and that they may be looking for him, he retreats to his warehouse and leaves one of the workers in charge at the portal. Inquiries there about Murdaget are met with indifference. None of the workers particularly enjoy his overbearing attitude, but the pay is good enough that they're willing to put up with a lot. If asked about his current location, the workers assume he's meeting with Viela at the temple.

If the PCs catch Murdaget unaware (most likely because they approach him early in the adventure) he avoids long

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answers, responding with grunts and curt single-word responses while trying to give the impression of a man too busy to be bothered with silly questions from curious gawkers. If pressured, he insists that the PCs stay out of the way of his workers and discourages them from asking questions. A successful Sense Motive check (DC 20) indicates that Mordaget is trying to get rid of the PCs, but his motivations should remain unclear. He does his best to avoid an actual confrontation with the PCs.

If confronted or attacked, Mordaget immediately flees in the direction of the warehouse, using *ethereal jaunt* from his scroll if necessary. Mordaget is no coward, but neither does he desire to face a powerful party of adventurers unprepared. His driving goal is to complete the work on the portal and return to Thuldadin with the goristro; once this is done he can think about confronting characters who have challenged him.

The DM should allow Mordaget every opportunity to escape at this early stage. A worker might spill a load of marble slabs in front of the PCs, or a horse and cart might block an alleyway just after Mordaget has fled down it. He uses *invisibility* at the first opportunity to shake off pursuit. Once he reaches the warehouse he orders the guards there to intercept the PCs while he enters the tunnels below.

➤ **Mordaget, Male Hobgoblin Ctr8/Divine Agent4 (Maglubiyet):** CR 12; Medium humanoid (goblinoid); HD 12d8+48; hp 105; Init +2; Spd 20 ft.; AC 19, touch 12, flat-footed 17; Base Atk +9; Grap +12; Atk +14 melee (1d10+5 plus 1d6 acid/19–20, +2 caustic heavy flail); Full Atk +14/+9 melee (1d10+5 plus 1d6 acid/19–20, +2 caustic heavy flail); SA spells, godly gift, rebuke/command undead; SQ altered appearance, darkvision 60 ft., contact, granted domain, menacing aura; AL

LE; SV Fort +11, Ref +5, Will +14; Str 16, Dex 14, Con 18, Int 14, Wis 19, Cha 10.

Altered Appearance (Ex): As a result of Mordaget's close affiliation and faith in Maglubiyet, his physical appearance has grown more fiendish. His skin is black, his ears large and bat-like, and his teeth are blood red. His *hat of disguise* helps to conceal these features.

Contact (Su): Maglubiyet sometimes contacts Mordaget via dreams or nightmares to guide his actions; this is how Mordaget learned of the Iron Satyr.

Godly Gift: As a divine agent, Mordaget has been granted the ability to cast *magic circle against good*^E once per day as a spell-like ability.

Menacing Aura (Ex): Aura affects hostile creatures within a 20-foot radius; any who attack Mordaget must make a successful Will save (DC 12) or suffer a –2 morale penalty on attacks, checks, and saves for one full day or until they successfully damage Mordaget. A creature that made its initial save or damaged Mordaget is immune to this effect for one day.

Spells: Mordaget's spells are cast at caster level 10.

Skills: Bluff +11, Concentration +11, Diplomacy +2, Disguise +8 (+10 acting), Heal +13, Intimidate +2, Knowledge (religion) +17, Listen +6, Spellcraft +10, Spot +12, Use Magic Device +4.

Feats: Alertness, Combat Casting, Leadership, Cleave, Power Attack.

Languages: Common, Infernal, Goblin, Orc.

Spells Prepared (6/5+1/5+1/4+1/4+1/2+1, save DC = 14 + spell level): 0—*cure minor wounds*, *detect magic*, *light*, *read*

magic, *resistance*, *virtue*; 1st—*bane*, *command*, *divine favor*, *doom*, *protection from good*^E, *shield of faith*; 2nd—*bull's strength*, *death knell*^E, *invisibility*^{*}, *resist elements*, *silence*, *spiritual weapon*; 3rd—*glyph of warding*, *invisibility purge*, *non-detection*^{*}, *searing light*, *summon monster III*; 4th—*death ward*, *divine power*, *unholy blight*^E; 5th—*flame strike*, *mass inflict light wounds*^{*}, *spell resistance*.

^{*}Domain spell. ^EEvil spell.

Domains: Destruction (smite 1/day, +4 on attack, extra +8 damage), Evil (cast Evil spells at +1 caster level), Trickery (Bluff, Disguise and Hide are class skills).

Possessions: Portal key, +2 *glamered chainmail*, +2 *caustic*

heavy flail (caustic property is identical to flaming, except that it deals an additional 1d6 acid damage on a hit instead of 1d6 fire damage), *divine scroll of dispel good* and *ethereal jaunt*, *hat of disguise*, key to area W2, 450 gp.

Mordaget



Viola



VIELA (EL 12)

Viela the succubus has assumed the form of a striking human female with gray eyes and extremely pale blonde hair. The robes she wears emulate a priestess of Ealira, and are diaphanous and brightly colored.

Viela quickly recognizes the PCs as adventurers, unless they have disguised themselves before arriving in town, and therefore a potential danger. She also realizes they may be potentially useful tools against Murdaget. Using her charms to the fullest, she ascertains the degree of threat posed by the group and tries to subtly steer them off course.

Viela wishes to appear helpful while deflecting and delaying any curious individuals from investigating her and the church too closely until the portal can be completed. She's enjoying her role as the town's religious leader, and has big plans for its corruption. In addition, she plots to wrest control of the goroistro from Murdaget, and tries to use the PCs to her own end if she can manipulate them into helping her. She continues to play her role as priestess of Ealira as long as the PCs fall for it. While she relies on her magic to protect her from magical investigation, Viela is also highly intelligent and charming, and her interaction with the PCs should reflect this.

Since Ealira is a complete invention of Viela's, a Knowledge (religion) check does not unveil any information about the deity. At best, a successful Knowledge (religion) check (DC 25) allows a character to notice certain parallels between Ealira and other religions of arts and beauty. A character who asks about Ealira or expresses a desire to learn more about her is invited to the temple later in the evening to become acquainted with the goddess's teaching. If a character takes her up on the offer, she tries to win the character over to her side with *charm monster*; she avoids using her kiss attack unless she thinks that the character's disappearance won't be missed. If she feels that the character is susceptible to her, she may even use her fiend's favor ability or a fiendish graft to gain his further cooperation.

Viela wears her portal key as a brooch. If the PCs have already investigated Berli's house and found the key's mold, a successful Craft (sculpture) check (DC 20) identifies it as a match for the mold. If asked about it, Viela lies about the brooch's origin, claiming it's an old family heirloom. If confronted by the molds from Berli's house, she smiles and says that she loaned the brooch to Berli several weeks ago after he was unaccountably taken with its design.

If Murdaget is unmasked and the PCs report his true nature to her, Viela feigns surprise and distress about the revelation that a hobgoblin has been overseeing the workers on her project. She asks the PCs in her most persuasive manner to investigate the matter, keeping up her ruse as long as possible.

Eventually, her true nature will doubtless be uncovered. At this point, Viela concocts a new story about how she's been working to catch and kill Murdaget for some time for reasons she'd rather not discuss. She can't move openly against him in



THULDANIN PORTAL KEY

There are currently two portal keys in Dramshae; one carried by Murdaget and one carried by Viela. The key itself is an oblong silver brooch with a head on each end. One end depicts a shouting goblinoid face, and the other shows a pathetically weeping elf. To operate the key, one need only firmly grasp the correct end of the key (the goblinoid face on the Thuldandin side and the elf face on the Material Plane side) and move within 15 feet of the gate to cause it to open. The portal key itself is not magical; it is merely the object to which the portal's activation is linked. A *legend lore* spell reveals the portal key's use, but *identify* and *analyze dweomer* do not.

public without unveiling her true nature, however, at which point the hobgoblin may have a chance to escape. She attempts to convince the adventurers to ally with her to stop Murdaget's plans, but if they refuse or attack her, she teleports to the temple of Ealira to set up a defense against the PCs.

➤ **Viela, Female Succubus Brd4/Fiend of Corruption 4:** CR 12; Medium outsider (chaotic, extraplanar, evil, tanar'ri); HD 6d8+8d6+28; hp 91; Init +5; Spd 30 ft., fly 50 ft. (average); AC 25, touch 16, flat-footed 20; Base Atk +12; Grap +13; Atk +17 melee (1d6+1, claw); Full Atk +17 melee (1d6+1, 2 claws); SA energy drain, *fascinate*, spell-like abilities, *suggestion*, *summon tannar'ri*, spells; SQ alternate form, bardic knowledge +9, bardic music, countersong, damage reduction 10/cold iron or good, darkvision 60 ft., fiend's favor, fiendish graft, immunity to electricity and poison, inspire competence, inspire courage +1, *major creation*, *mark of justice*, mind shielding, resistance to acid 10, resistance to cold 10, resistance to fire 10, spell resistance 18, telepathy 100 ft., tongues; AL CE; SV Fort +12, Ref +17, Will +12; Str 13, Dex 20, Con 14, Int 20, Wis 12, Cha 32.

Alternate Form (Su): Viela can assume any Small, Medium, or Large humanoid form as a standard action. This ability is similar to *polymorph* but only allows Humanoid forms. She gains a +10 circumstance bonus on Disguise checks when using this ability.

Fiend's Favor (Su): Once per day Viela can grant a touched creature a +3 bonus to one of the creature's ability scores. This ability bonus lasts for one day. When it expires, the creature takes a -3 penalty to the same ability score for the next day. Another application of fiend's favor not only negates the penalty, but restores the full bonus.



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Mind Shielding (Su): Viela is immune to *detect thoughts*, *discern lies*, and any attempt to magically discern her alignment.

Fiendish Graft (Su): Once per month, a fiend of corruption can bestow a fiendish graft or symbiont on a willing mortal. Fiendish grafts and symbionts are detailed in the *Fiend Folio*.

Skills: Balance +7, Bluff +33, Climb +1 (+3 with ropes), Concentration +11, Craft (painting) +10, Diplomacy +35, Disguise +33 (+35 acting), Escape Artist +14 (+16 with ropes), Forgery +7, Jump +3, Hide +16, Intimidate +31, Knowledge (religion) +14, Listen +10, Move Silently +14, Perform (sing) +27, Search +14, Sense Motive +19, Spot +10, Tumble +13, Use Rope +14 (+16 bindings).

Feats: Deceitful, Dodge, Negotiator, Persuasive, Weapon Finesse.

Spells Known (3/5/3, save DC 21 + spell level): 0—*daze*, *detect magic*, *ghost sound*, *mage hand*, *message*, *resistance*; 1st—*cure light wounds*, *hypnotism*, *Tasha's hideous laughter*; 2nd—*cure moderate wounds*, *hold person*.

Spell-Like Abilities: At will—*charm monster* (DC 25), *detect good*, *detect thoughts* (DC 23), *ethereal jaunt* (self plus 50 pounds of objects only), *suggestion* (DC 24)*, *greater teleport* (self plus 50 pounds of objects only). 3/day—*major creation*. 1/day—*mark of justice*. Caster level 12th. The save DCs are Charisma-based.

*Three times per day Viela can use her *suggestion* spell-like ability as a fiend of corruption; the save DC for this *suggestion* is DC 26.

Possessions: Portal key, ring of protection +1, gloves of Dexterity +4, circlet of persuasion, wand of invisibility (19 charges), key to area E4, platinum ring set with sapphire (2,000 gp), pair of jade earrings (800 gp total), gold "holy symbol" of Ealira on a silver necklace (200 gp), silver anklet (200 gp), priestly vestments embroidered with gold threads and studded with pearls and garnets (1,800 gp).

The fiend of corruption prestige class is detailed on pages 202–204 of the *Fiend Folio*.

DRAMSHAE TOWN SQUARE

Looking about the square you see that traders have brought their wares to market, setting up stalls in the shade of the buildings forming the square. There also appears to be quite a lot of work going on around the Iron Satyr itself. The statue has been bracketed by two rows of freshly planted yew trees flowering with full red fruit, and a gaggle of workers, overseen by a dour-looking foreman, are busy laying beautiful new marble stonework around the base of the statue. Another worker enters the opposite side of the square pushing a wheelbarrow full of marble slabs.

During the day, the town square is the focus of Dramshae's activity; the majority of the outlying buildings

are private homes. Visitors who wish to stay overnight in town have one choice: Dramshae's only inn, a comfortable two-story building called "The Iron Satyr" in honor of the village's primary attraction. Normally, the town square is filled with merchant booths and farmers selling produce, but recently the majority of the square has been occupied by artisans and laborers toiling to rebuild and beautify the square under the direction of the local temple. For the most part, the townsfolk encourage this activity, and they hope that the finished square draws visitors from even further afield.

Of course, what these workers are actually doing is expanding the size of the portal to Thuldadin. Organized and paid by Viela and supervised by Murdaget, the workers themselves have no idea that they're actually doing anything but beautifying the town square. A character who seems interested in the yew trees that have been planted in the square and who makes successful Knowledge (nature) check (DC 13) notices that the red fruit that grows on the trees is highly poisonous. Someone who eats one of the fruits suffers effects identical to arsenic poisoning (*DUNGEON MASTER's Guide* 297). This is a little joke of Viela's; she selected the trees for just this reason, though she denies any knowledge that they could be harmful if this fact is pointed out.

The portal expansion project is nearly complete, but the DM should time its actual completion and activation so that Murdaget is able to move the Iron Satyr statue while

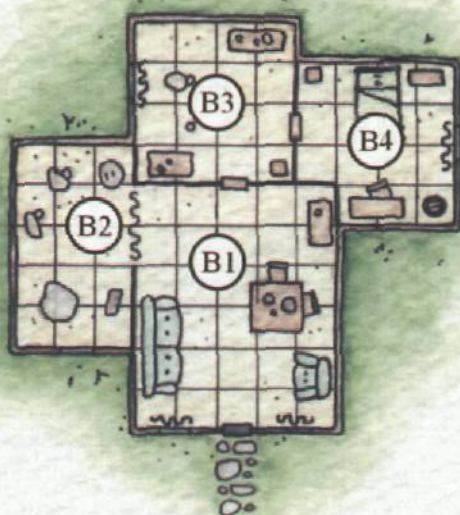
the PCs are engaged in the tunnels below the city. The portal itself is keyed, and only opens if someone carries a specially crafted portal key into the ring of stones (see the Thuldadin Portal Key sidebar). When opened, the portal appears as a swirling, silent vortex of black smoke located at the feet of the Iron Satyr. Until the stone ring around the portal is completed, the portal only allows the passage of Medium creatures. Once the stone ring is complete, activating the portal creates a flash of blinding light as everything within the ring is instantly transported to the Far Gate on Thuldadin. Once it is activated, the portal remains active for one minute, after which it deactivates for 1d6 hours before it can be opened again.

Murdaget has one of the portal keys. When Viela realized what he was up to, she managed to sneak into Murdaget's caves and make a copy of the key using a lump of wax; she then had Berli craft a duplicate of the key. This action is what forced Murdaget to relocate Berli to Thuldadin; he didn't like how close he and Viela had become and saw this connection as a liability.

BERLI'S HOUSE

This house stands out amongst the other rural dwellings with its stylish decoration. Wrought iron goat's head waterspouts dot the roof, and the front door is stained in a subtle blue earth tone, set with an expensive brass knob. A cobbled path leads up to the front porch.

Berli's House



1 square = 5 feet

Berli is well known locally not only for his excellent work but also for his oftentimes odd subjects, many of which evoke a dark sense of brooding. Primarily a jeweler and sculptor, a number of his creations decorate the interior of his house, including statuettes of goats, gargoyles, and imps. When Viela commissioned the duplicate portal keys, she took a liking to both the charismatic Berli and his unusual art. Giving in to one of her fiendish urges, she began to corrupt the artist, intending to take him back to the Abyss, there to serve as her house artist and plaything.

Several important clues can be found at Berli's residence and workshop. If you're using the hook that Berli has created an item for one of the characters, his home may be the first stop for the PCs. They may also investigate his home once they uncover his ties to Murdaget or Viela, or even if they hear rumors around town that he's gone missing. Any of the villagers in town can provide directions to his home.

A successful Listen check (DC 25) made while approaching the house allows a character to notice the sound of soft whimpering coming from somewhere within the house. The sound seems to be coming from the eastern wing of the house. Berli's friend Fizz, a pseudodragon, is the cause of the whimpering. Fizz misses Berli terribly since he was kidnapped. She grows silent if she hears anyone approach.



B1. FRONT ROOM

This is a well-appointed living room with soft divans, cushioned arm chairs, a plush sofa, and thick draperies framing the windows. Statuettes and sculptures of brooding gargoyles and dancing imps clutter every available tabletop, countertop, and shelftop. A few neglected plants droop listlessly from hanging baskets.

Berli used this room to relax and entertain guests and potential buyers.

Treasure: The statues in this room consist of several of Berli's works that he completed on his own. There are 20 statuettes in all, each weighing 5 pounds and worth 25 gp.

B2. SHOWROOM (EL 7)

This room is built to display a large number of sculptures, including dancing goats, a laughing clown, and a case of silver jewelry—pendants, bracelets, and broaches. A large brass water fountain topped with a statue of a female sword-eater dominates the room.

Berli displays finished commissioned artwork here until his customers come to pick up their creation. The only piece in here that wasn't commissioned is the fountain; Berli built this and had a wizard friend turn it into a magic Trap.

These sculptures are fairly recent commissions, created after Viela had started to corrupt Berli. As a result, various

disturbing imagery has started to creep into his work. Close inspection of the sculptures and jewelry reveal sinister qualities not quite apparent at first; the dancing goats have sharp teeth and all-too-human expressions, spiders dance inside the laughing clown's mouth, and the jewelry has just a few too many sharp edges to be worn comfortably.

Trap: If any of the sculptures or jewelry cases are touched without first speaking the password "chisel," the fountain trap is triggered. The password deactivates the trap for one hour, or until the word "lathe" is spoken in the room, at which point it immediately reactivates. When triggered, the fountain spews out a large volume of water that immediately transforms into three Medium water elementals that attack any creatures within sight.

✦ **Elemental Fountain Trap:** CR 7; magic device; touch trigger; delayed automatic reset; spell effect (*summon monster* VI, 11th-level wizard); Search DC 31; Disable Device DC 31.

✦ **Water Elemental, Medium (3):** hp 32, 31, 30; *Monster Manual* 100.

Treasure: There are seven sculptures on display in this room. Each weighs 5 pounds and is worth 100 gp. The jewelry case contains a dozen pieces, each worth 50 gp.



B3. WORKSHOP

Workbenches and tables hold an assortment of master-work jeweler's and sculptor's tools—adzes, files, chisels, braziers, a magnifying glass, and clay molding among them. The workshop is quite messy, with tools stacked one on top of another as well as strewn on the floor. An array of scattered papers with various sketches lies on a table to the north.

Berli did most of his work here, but he hasn't been back here since Murdaget took him to Thuldadin. The stack of papers consists mostly of sketches of disturbing imagery of demons cavorting on the Abyss. A successful Search check (DC 20) uncovers the mold Berli created for the portal key, along with a paper documenting its commission from the Temple of Ealira.

The mold can be utilized to cast a new key with a successful Craft (sculpting) check (DC 20); doing so takes about an hour of work.

B4. BEDROOM (EL 2)

This luxuriously appointed bedroom contains rich bedding and a silk-covered armchair.

Creature: Fizz, Berli's pseudodragon companion, dwells here. If she hears the PCs approach, she hides

under the bed and waits for them to leave. If found, any hostile move toward her is replied to in kind; she's been greatly disturbed by Berli's disappearance and suspects that anyone who breaks into the house has something to do with his vanishing.

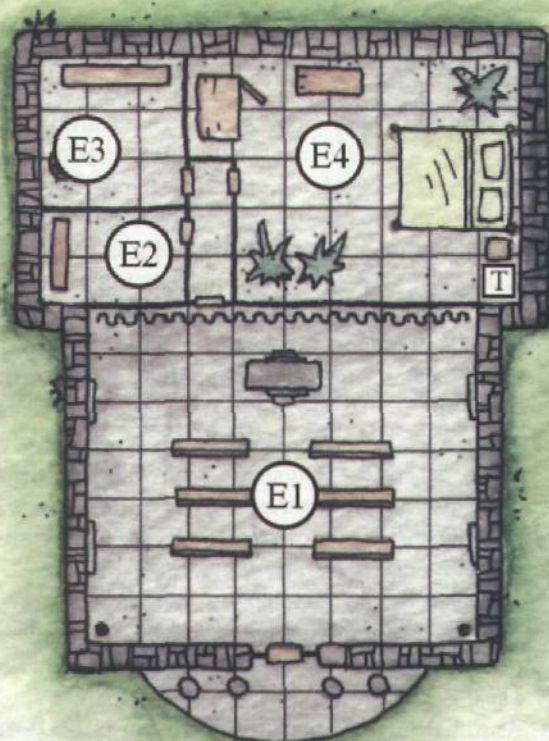
➤ **Fizz, Female Pseudodragon:** hp 14, *Monster Manual* 210.

Development: Fizz's initial attitude is unfriendly. If the PCs can adjust her attitude to friendly, she tells them that she thinks Berli's in big trouble. For some time now, Fizz explains, Berli has been growing more and more distant; he lost interest in their nightly chess games and recently began to throw startling fits of rage when a project didn't work out perfectly. He grew increasingly argumentative and spent more and more time out of the house. Three weeks ago, something happened to his hand, and he kept it wrapped in bandages whenever Fizz was nearby. And then, two weeks ago, he simply vanished. Fizz suspects that Berli has been spending a lot of his time with Viela, and is more than a little jealous of the attention Berli's been lavishing on the priestess.

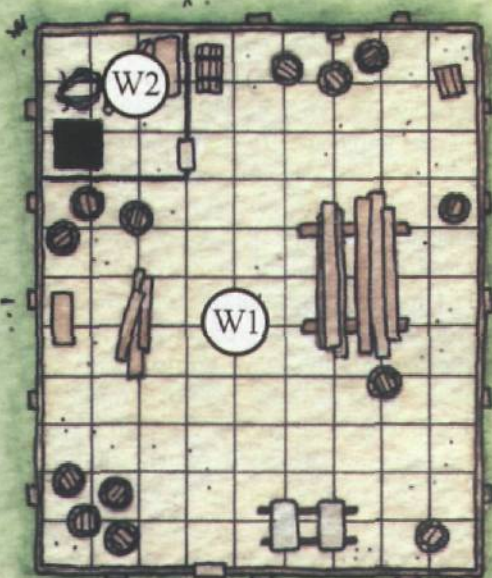
If the PCs can adjust her attitude to helpful and they state that they intend to track down Berli, Fizz grows excited and latches onto the PC with the highest Charisma score. She accompanies this PC for the remainder of the adventure, providing assistance as she can until Berli is rescued.

Ad-Hoc Experience Award: Award the party XP for a CR 7 encounter if they manage to gain Fizz's friendship and learn about Berli from her.

Temple of Ealira



Murdaget's Warehouse



THE WAREHOUSE

Murdaget needed somewhere to store the completed marble slabs after Berli carved them and his clerics in the tunnels below prepared them for installation. Although he would have preferred to kill the previous owner of this single-floor wooden warehouse and just take it from him, he chose instead to keep a low profile and simply bought it while disguised.

Murdaget's hobgoblins have connected the warehouse to the rooms under the temple via a long tunnel. When the marble slabs are successfully *desecrated* in the workshop under the temple, they are brought here for storage. The local workers pick them up and move them to the town square as they are needed. So far, no one has caught on to the fact that the pile of building materials seems to renew itself frequently; they assume that the stones come on various traders' caravans and are stored here.

W1. STORAGE AREA (EL 10)

The building interior is windowless and solidly constructed. Shadows lurk in the stacks of boxes, crates, barrels, and pallets stacked high overhead. This warehouse seems to contain the usual assortment of trade

goods awaiting sale or shipment to distant markets, all stacked in a chaotic rows and heaped in piles on the floor, making it difficult to see the full extent of the warehouse. Sitting on several timbers near the main entrance are two large slabs of carved stone.

By the time the characters reach the warehouse, most of the stone slabs needed for the portal have been moved to the construction site. The two that remain here are spares in case any of the last few being installed suffer damage.

Creatures: Four hobgoblin guards and a pair of trolls guard the warehouse. They generally stay in the back room, but if Murdaget has already fled here from a prior confrontation they have taken up ambush points in the room as detailed below under Tactics.

➤ **Hobgoblin Guards, Ftr5 (4):** CR 5; Medium humanoid (goblinoid); HD 5d10+10; hp 38 each; Init +2; Spd 20 ft.; AC 18, touch 12, flat-footed 16; Base Atk +5; Grap +7; Atk/Full Atk +7 melee (1d8+3/19–20, longsword) or +8 ranged (1d8/19–20, masterwork light crossbow); SA —; SQ darkvision 60 ft.; AL LE; SV Fort +6, Ref +3, Will +1; Str 14, Dex 14, Con 15, Int 10, Wis 10, Cha 10.

Skills: Hide +4, Listen +2, Move Silently +8, Spot +2.

Feats: Alertness, Point Blank Shot, Precise Shot, Stealthy, Weapon Focus (crossbow).

Languages: Common, Goblin.

Possessions: Masterwork chainmail, light wooden shield, longsword, masterwork light crossbow, 20 bolts, key to area W2, 100 gp each.

➤ **Trolls (2):** hp 62, 58; *Monster Manual* 247.

Tactics: If Murdaget retreated here after being confronted by the PCs, he orders the hobgoblins and trolls to set up an ambush. The hobgoblin fighters take cover amongst the crates and boxes and train their crossbows on the door, preparing an action to fire on anything that comes into the warehouse. The trolls wait on either side of the entrance, and attack the first person into the warehouse immediately after the hobgoblins fire. If approached, the hobgoblins push over large stacks of crates onto approaching PCs (Atk +8, damage 3d6, Reflex save DC 18 to avoid becoming buried in the crates). Only four precariously balanced stacks of crates can be pushed over.

Treasure: Although a large number of goods are stored here, most of them are fairly mundane. The trolls have hidden a collection of gems in a crate in the northeast corner; a successful Search check (DC 22) uncovers it. This collection of nearly 20 gems is worth a total of 900 gp.

W2. BACK ROOM

The door to this room is kept locked (Open Lock DC 30).

This room is sparsely furnished, with only a few rickety chairs and a desk. A ladder descends through a large dark hole in the floor. A crude winch and several coils of rope sit next to the hole.

Once used as a counting room, Murdaget uses this room now as a guard post and drop-off point for the completed marble building blocks for the planar gate. The winch is used to haul the blocks of stone up from below. The tunnel winds on a northwesterly route and eventually leads to area E13 under the Temple of Ealira.

THE TEMPLE OF EALIRA

This temple is a small oblong building with exterior stone walls washed white and set with marble colonnades in the front. Beautiful stained-glass windows are set high up in the walls, and fresh green creepers grow around the building. A jumble of beautiful flowering plants and shrubs decorate the grounds. A single door of burnished birch wood appears to be the main entrance.

This small, oblong temple was once dedicated to the worship of St. Cuthbert. For many years, the temple was tended by a solitary priest known to the locals as Old Feargus. The villagers believe that Feargus went crazy and killed himself in an attempt to burn down the temple. In fact, Feargus was

seduced by Viela and driven to commit several heinous secret acts. Finally, his guilt and shame overwhelmed him and he tried to burn down the temple he befouled, theorizing that the flames would purify both his tainted flesh and the tainted structure. The villagers arrived in time to save the building, but not Feargus. A few days later, Viela arrived in town, claiming to have been sent by her deity to save the villagers from spiritual neglect. The townsfolk welcomed her with open arms (in no small part due to some surreptitious *charm monster* spells), and she moved into the temple immediately.

Viela wasted no time hiring workers to repair the building, and soon thereafter "consecrated" the temple to the worship of Ealira, fictitious goddess of beauty and the arts. Used to living in luxury, Viela spent her first few months in Dramshae acquiring fine goods from passing merchant trains. Viela has further decorated her "temple" in a manner that amuses her twisted sense of humor. Eventually she commissioned Berli to create several works of art for the temple. So impressed was she with his skill that she determined there and then to have him as her personal sculptor, and she began to corrupt and tempt him to her ways.

Viela can usually be found at the temple, though she occasionally descends into the tunnels below to confer with Murdaget or to spy on him. The main doors to the temple are kept closed but unlocked.

As with the trees in the town square, the plants that now grow in the yard and along the walls of the temple are poisonous. A successful Knowledge (nature) check reveals that every single plant in the vicinity is poisonous (DC 13, +2 circumstance bonus if the yew trees in the town square have already been identified as poisonous). As with the yew trees, those who eat these plants or their fruit suffer arsenic poisoning.

A character who studies the structure of the temple and makes a successful Knowledge (architecture and engineering or religion) check (DC 20) notes that it was once a temple dedicated to St. Cuthbert.

E1. HALL OF WORSHIP

The main hall of worship is a simple affair, with three rows of polished birch benches fronting a matching plain square altar hung with white cloth stitched with gold patterns. Light streams in from the high windows on both sides of the chamber. A golden curtain hangs at the north end of the chamber, giving the entire room a soft golden glow as it reflects the light. The east and west walls bear numerous paintings, each depicting scenes of beautiful people dancing in flawless glades, fashioning stunning works of art, or strolling along magnificent shorelines.

During the day, there is a 30% chance that 1d6 local worshippers of Ealira are present along with Viela herself. Viela does not hold organized masses, but tries to make herself available to any of her "faithful" during the day to talk one on one about any matters that need discussion. During these discussions, Viela often tries to subtly guide her flock to follow their base instincts, supporting married individuals who start affairs with those they "really love," reassuring petty thieves that stealing is okay as long as the ends justify the means, and encouraging the darker nature of artists to come forth. She avoids using *charm monster* or other magic means to influence people, since she's a little paranoid that some group of do-gooders might notice the magic auras. Visitors are welcome in this part of the temple at all hours, although after dark Viela spends her time elsewhere.

Treasure: Viela created all the paintings on the walls. While each seems to be of something beautiful and benign, each contains an unsettling detail that is only noticed upon close examination and a successful Search check (DC 25). Here, an onlooker with angry, glowing eyes watches dancers from the cover of twisted shrubs. There, a pair of vile eyes rises on stalks from the water streaming toward walkers on the shoreline. There are eight paintings in all, each of which is worth 100 gp.

E2. STORAGE AREA

This small room is stacked with spare chairs, several folding cots, a barrel of water, a barrel of wine that has gone sour, and shelves of mundane foodstuffs.

Treasure: Viela stores her painting materials here. The various pigments, canvases, and brushes are of masterwork quality and are worth 100 gp in all.

E3. VESTRY

Robes and garments hang in this room. The clothing is fashioned of extremely fine white silk and patterned with the same design as the cloth on the altar in the hall of worship.



Treasure: These vestments are all high quality, and the whole collection is worth 500 gp (but weighs 50 pounds). A successful Search check (DC 12) turns up a vial of *dust of appearance* tucked in a pocket.

E4. VIELA'S BEDCHAMBER

The door to this room is always kept locked (Open Lock DC 35); Viela carries the only key.

This large room stands as a testament to luxury. To the east, a large bed with polished brass fittings resembling fire-spewing dragons is fitted with gold silk sheets and piled high with thick pillows and blankets. A marble bedstand with matching brass details stands nearby, upon which rests a pearl hair comb and crystal decanter set. A white birch wardrobe stands in the opposite corner, one door hanging open to display a dazzling array of luxurious clothes. Atop a nearby matching dresser are several small vials, a feather fan, and a small assortment of earrings, chokers, rings, and a carelessly strewn silk scarf. Several exquisitely crafted sculptures, each with increasingly erotic themes, sit upon shelves and on the floor throughout the room. An array of potted plants adds the finishing touches to the opulent display.

Viela keeps nothing truly incriminating in this room, though she allows only *charmed* characters to enter her private sanctuary. The vials on the dresser contain rare per-

fumes, and none of the items of jewelry is magical. They are all quite valuable.

Directly south of the bedstand is a hidden trap door in the floor. A successful Search check (DC 20) uncovers it; the door opens to a vertical shaft with a ladder and leads to area E5 below the temple.

Treasure: The expensive clothing, jewelry, perfumes, and other portable objects of wealth in this chamber are worth a combined total of 1,200 gp; most of it is fairly inexpensive individually. Viela wears her most exquisite jewelry as a general rule.

The ten erotic statuettes were all carved by Berli under Viela's inspiration. Close inspection reveals disturbing qualities in the figures, but each of the five-pound statuettes is nevertheless worth 50 gp.

E5. ENTRANCE TO THE CATACOMBS

This iron ladder leads up to a secret trap door that can be found with a successful Search check (DC 20). The trap door leads to area E4 of the temple.

These chambers were originally intended as catacombs for the church, but they were never used. The prior cleric didn't even know they existed, but Viela found the secret entrance quickly. These tunnels are damp and cold, and have an average height of eight feet. There are no wandering monsters here, but loud noises and sounds of combat may bring nearby denizens to investigate. The catacombs are lightless.

E6. GUARD POST (EL 7)

Creatures: Two hobgoblin guards are stationed here at all times. Charged with monitoring traffic in the tunnel between the workshop and the warehouse, the guards use no light source and rely on their darkvision and ears to detect intruders.

➤ **Hobgoblin guards** Ftr5 (2): hp 38 each, see area W1.

Tactics: The hobgoblins shout an alarm once they notice intruders. This alarm draws the creatures from areas E7 and E9 in 1d4+1 rounds, while the clerics in area E10 cast their defensive spells before investigating.

E7. WORKROOM (EL 9)

This large workroom contains several sturdy workbenches on which rest thick slabs of gold-veined white marble in various stages of finishing. Stone-cutting and shaping tools, adzes, polishing grit, chisels, and barrels of water occupy the cluttered space. A fine layer of marble dust covers every surface.

Originally, Murdaget had Berli working in this room to prepare the portal stones, but when he learned that Viela was visiting him and making copies of the portal key, he moved the sculptor to Thuldanim.

A successful Search check (DC 20) turns up two clues that Berli has been working here. Mixed among the work tools is a masterwork sculptor's set matching the tools found in his workshop. Also present is a partially cut statuette of a succubus (exceptional craftsmanship, though unfinished) worth 20 gp. A character who has seen other examples of Berli's work and makes a successful Craft (sculpting) check (DC 10) recognizes his style on the succubus statuette. The fact that the succubus looks similar to Viela's human form is a coincidence that could set the PCs on the right path to uncovering her plans.

Creatures: A pair of hobgoblin guards are stationed here, tasked by Murdaget to convert this room into a weapons forge. In truth, Murdaget stationed these two guards here because he suspects them of being Gruumsh sympathizers. Murdaget called on an invisible stalker with a *summon planar ally* scroll to observe the hobgoblins and report any treasonous actions back to Murdaget. So far, the hobgoblins haven't betrayed themselves ... yet.

➤ **Hobgoblin Guards** Ftr5 (2): hp 38 each, see area W1.

➤ **Invisible Stalker:** hp 64; *Monster Manual* 161.

Tactics: The hobgoblins attack intruders immediately, but the invisible stalker hangs back and observes unless it is discovered, in which case it flees to Murdaget to inform him of the latest development. If not, it waits until the hobgoblins are slain before returning to report to its master.

E8. STORAGE ROOM

This small room contains several large blocks of unfinished marble.

Treasure: This marble is surplus left over from the portal project. Taken as a whole, the unpolished marble has a market value of 600 gp, although it weighs 1,200 pounds.

E9. GUARD QUARTERS (EL 10)

This cold, damp chamber is lined with a dozen moldy cots. The place smells like wet fur.

Creatures: Off-duty hobgoblin guards sleep in this dingy cell. Six guards are found resting here at any given time unless they have been alerted by the noise of battle elsewhere underground.

➤ **Hobgoblin guards** Ftr5 (6): hp 38 each, see area W1.

E10. CLERICS' ROOM (EL 9)

This room is sparsely furnished, with four bedrolls neatly arranged near a small fire pit. Nearby, a large unfinished block of marble serves as a stand for a crudely rendered statuette of Maglubiyet.



Creatures: This chamber is where Murdaget's four acolytes performed the desecration rituals to prepare the stone blocks for integration into the portal. Finished with this task, Murdaget keeps them here in case he needs assistance should his alliance with Viela break down.

➤ **Hobgoblin Acolyte, Clr5 (Maglubiyet) (4):** CR 5; Medium humanoid (goblinoid); HD 5d8+10; hp 36 each; Init +2; Spd 20 ft.; AC 18, touch 12, flat-footed 16; Base Atk +3; Grap +4; Atk/Full Atk +5 melee (1d6+2, +1 light mace); SA command undead, spells; SQ darkvision 60 ft.; AL LE; SV Fort +6, Ref +3, Will +7; Str 12, Dex 14, Con 14, Int 10, Wis 16 Cha 10.

Skills: Heal +6, Hide +7, Knowledge (religion) +5, Listen +5, Spot +5.

Feats: Alertness, Craft Wondrous Item.

Spells Prepared (5/4+1/3+1/2+1; save DC = 13 + spell level): 0—*cure minor wounds, detect magic, guidance, resistance, virtue*; 1st—*cause fear, cure light wounds, inflict light wounds**, *obscuring mist, shield of faith*; 2nd—*bull's strength, cure moderate wounds, invisibility**, *spiritual weapon*; 3rd—*bestow curse, contagion**, *cure serious wounds*.

*Domain spell. **Domains:** Destruction (smite 1/day, +4 on attack, extra +5 damage), Trickery (Bluff, Disguise, and Hide are class skills).

Possessions: +1 light mace, masterwork scale mail, masterwork heavy steel shield, *potion of cure moderate wounds* (2).

Tactics: If the clerics are caught in this room by the PCs, two of them rush up to engage them in melee while the

other two hang back and cast spells, healing their allies as necessary and replacing them as they become too wounded to carry on the fight. If, instead, the alarm has been raised, the clerics cast *shield of faith*, *invisibility*, and *bull's strength* on themselves before they move to area E11 to enlist the aid of their allies there. They then move to intercept the PCs.

E11. SPIDER CHAMBER (EL 9)

This large natural cavern has had little in the way of artificial expansion. A dry and disgusting odor permeates the cave. Sticks and rubble have been piled in the room, forming some sort of nest. A desiccated goat carcass lies sprawled nearby.

Creatures: This huge natural cavern was discovered as the hobgoblins expanded the catacombs, providing an excellent habitat for four phase spiders that have long been allies of the hobgoblin clerics. Two of the phase spiders lurk in the nest while the other two lurk about the room on the Ethereal plane. As long as the clerics continue to provide food for the spiders (mostly in the form of wild animals and stolen livestock), the spiders are content to serve as guardians.

➤ **Phase Spiders (4):** hp 42 each; *Monster Manual* 207.

Tactics: In the absence of the hobgoblin clerics, the spiders attack anything that look like it might make a tasty meal. After dropping on opponents from above, their



favorite method of attack is to flank their potential prey, using the walls and ceiling to surround their foes if possible.

E12. MURDAGET'S QUARTERS (EL 10)

The door to this chamber is protected by a Trap.

The furnishings of this chamber are stark and austere. A simple bedroll is laid out next to a small wooden chest that contains personal items and a change of clothes. A nearby iron brazier heats the room.

This room is Murdaget's personal chamber on the Material Plane. He doesn't spend much time here, and chances are that while the PCs are exploring this room, he's up on the surface finishing and activating the portal.

Creatures: Viela "loaned" Murdaget six unnaturally strong dretches from her personal entourage in her lair on the Abyss. On the surface, the loan was meant to be a show of good will, but in fact she hoped to use the demons to spy upon Murdaget. Alas, since Murdaget deliberately feeds them conflicting and false information, the dim-witted dretches aren't quite up to the task. They are up to attacking anyone they don't recognize, and do so immediately if the PCs enter the room.

➤ **Advanced Dretch (6):** CR 4; Small outsider (chaotic, extraplanar, evil, tanar'ri); HD 6d8+12; hp 39 each; Init +0; Spd 20 ft.; AC 16, touch 11, flat-footed 16; Base Atk +6; Grap +3; Atk +9 melee (1d8+1, claw); Full Atk +9 melee (1d8+1, 2 claws) and +6 melee (1d4, claw); SA spell-like abilities, *summon tanar'ri*; SQ damage reduction 5/cold iron or good, darkvision 60 ft., immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, telepathy 100 ft.; AL CE; SV Fort +7, Ref +5, Will +5; Str 12, Dex 10, Con 14, Int 5, Wis 11, Cha 11.

Skills: Hide +9, Listen +9, Move Silently +9, Search +6, Spot +9, Survival +0 (+2 following tracks).

Feats: Improved Natural Attack (claw), Multiattack, Weapon Focus (claw).

Tactics: The dretches immediately attempt to summon other (non-advanced) dretches when combat begins; they then

use their physical attacks on the PCs. If a good opportunity presents

itself, the dretches fill the outer hallway with stinking clouds.

Trap: Murdaget has protected the door to this room with a *glyph of warding*. It triggers if a nonevil creature opens the door.

➤ **Glyph of Warding (Blast):** CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 11th-level cleric, 5d8 cold, DC 19 Reflex save half damage); multiple targets (all targets within 5 ft.); Search DC 28; Disable Device DC 28.

E13. ESCAPE TUNNEL (EL 4)

Trap: Murdaget has inscribed a *glyph of warding* on a support beam here. The *glyph* is set to trigger if any nonevil creature passes through this area.

➤ **Glyph of Warding (Blast):** CR 4; spell; spell trigger; no reset; spell effect (*glyph of warding* [blast], 11th-level cleric, 5d8 cold, DC 19 Reflex save half damage); multiple targets (all targets within 5 ft.); Search DC 28; Disable Device DC 28.

INTERLUDE THROUGH THE PORTAL

Once the portal's enlargement is completed, Murdaget orders all of the workers out of the circle and activates the portal. With a flash of light, everything within the circle (including the Iron Satyr) is transported to area T1 on Thuldanin. This event is impossible to ignore for those nearby on the surface, and it quickly becomes the talk of the town. None of the villagers are brave enough to enter the stone circle to investigate the disappearance of the Iron Satyr, and eventually they turn to Viela for advice on what to do next. Viela tells them that there's been some sort of planar warp, and volunteers to investigate it using the magic granted to her by Ealira. In fact, she simply uses her portal key to follow Murdaget (once the portal becomes active

again after 1d6 hours) and attempts to wrest control of the goristro from him.

The timing of this event is up to you. It can occur while the PCs are exploring one of the other locations in or under Dramshae, in which case they certainly hear about the event from the other townsfolk. You can even have it occur while the PCs are on the surface so they can see the flash of light generated by the portal, but in this case you should time the event so that it's over by the time the PCs react.

Depending on the way the adventure has proceeded to this point, the PCs should have at least one reason to go through the portal themselves in pursuit of Murdaget. If they've befriended Fizz, the pseudodragon encourages them to follow Murdaget to find out from him what he did with Berli. If one of the PCs has been *charmed* by Viela, she tries to get that PC to accompany her to Thuldanin. She may even try to recruit the PC's aid against Murdaget in a flat-out bit of uncharacteristic honesty, if she feels that no other options remain. Finally, the villagers of Dramshae themselves might encourage the PCs to investigate the portal; they certainly aren't happy to have a functioning portal to another plane in the center of their village.

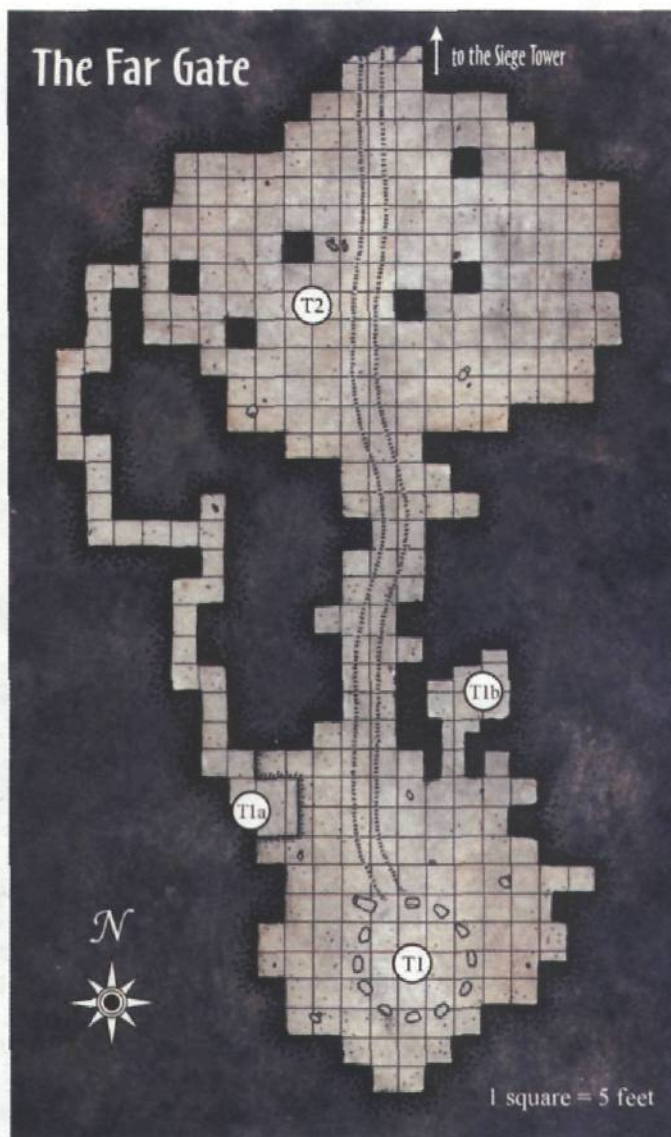
In order to move through the portal, the PCs need a portal key. There are currently two keys in the area; one is carried by Murdaget and the other by Viela. If the PCs are working with the succubus, she allows them to tag along with her to Thuldanin. The PCs could take the key from her by force as well. Finally, if the PCs have recovered the key mold from Berli's home (found in area B3), they can even cast their own key with an hour's work and a successful Craft (sculpting) check (DC 20).

In any case, if the PCs pass through the portal, continue the adventure with Chapter Two.

CHAPTER TWO: THULDANIN

Murdaget maintains an outpost on Thuldanin, the sparsely populated second layer of Acheron. Supported by a small group of loyal allies, he launched his mission to seize the transformed goristro from a ruined siege tower located on the edge of one of the massive cubes that fill the skies of this realm. Once he brings the goristro back to life, Murdaget intends to lead the demon into battle against the minions of Gruumsh for the glory of Maglubiyet.

When the PCs travel through the portal, you should stress the alien nature of Acheron, particularly if they have never traveled the planes before. Things should feel differ-



ent in a disconcerting way. Acheron is detailed on page 163 of the *DUNGEON MASTER'S Guide*; make sure you're familiar with the nature of this realm before running this part of the adventure. If you're looking for more in-depth information, consult pages 123–127 of the *Manual of the Planes*.

T1. THE FAR GATE (EL 13)

As the characters activate the portal to Thuldanin, read them the following text:

As you step into the marble circle the world is immediately plunged into darkness. Your stomach lurches and a strange rushing sound fills your head. The air bears a strange metallic tang that wasn't there a second ago. Far off you hear a faint rumbling, an echoing ring like the clanging of great cymbals.

There is no light in this area, but if the PCs can see or provide their own, read the following:

You are still standing within the circle of marble stonework. The familiar sight of these carved stone menhirs is a welcome one, for everything else looks and feels completely wrong. You stand in an immense cavern of particularly unusual shape. The walls and floor are made of some metallic material of indefinable composition streaked with rust, but more disconcerting is the architecture itself. Unlike a normal natural cavern, the walls and ceiling above seem to have been created by removing five-foot square blocks of material. A lattice of rusted cracks runs up one wall, yet the angles of the cracks are all perfectly square. The floor of the cavern is strewn with rubble and stone, and the ceiling itself arches to a height of nearly a hundred feet. One of the stone menhirs has been knocked over and now lies on its side near the rest of the blocks. Leading out of the stone ring from this gap and into the cavern beyond is a swath of dozens of tiny tracks and two deep ruts in the ground, as if a hundred children hauled away a massive heavy wagon.

While some of his minions worked on the Material Plane side of the portal, Murdaget had his other allies working on enlarging this side as well. Both projects were finished at about the same time. When Murdaget arrived here with the Iron Satyr, his waiting minions quickly loaded it onto a large cart with hook-studded iron wheels. These wheels allowed the cart to fairly easily trundle over the rubble that dominates the surfaces of Thuldadin, especially when hauled by Murdaget's team of 103 goblin slaves. The trail left by these goblins and the massive wagon is bluntly obvious, even to those who don't possess the Track feat. It leads toward area T2.

Murdaget had to take down one of the stone blocks in order to fit the statue out of the ring. The portal still functions, but until the stone block is replaced, the portal only allows the transport of Medium or smaller creatures and objects when activated.

Creatures: Murdaget expects others to follow him through the portal once it becomes active again. In order to keep them from reaching the siege tower, he stationed several of his more powerful minions in this chamber to ambush anyone else who uses the portal.

When the portal is activated, it generates a bright flash of light; this flash automatically alerts the ambushers that something has arrived in the cavern. The guards include Garg (a fiendish goblin sorcerer), Vem (a fiendish goblin rogue), three fiendish bugbear fighters, and a fiendish bugbear rogue. Murdaget has ordered them to attack any non-goblinoids that come through the portal; if he knows the

PCs are on to him he'll give Garg and Vem descriptions of them in particular.

➤ **Garg, Male Fiendish Goblin Sor8:** CR 10; Small humanoid (goblinoid); HD 8d4+8; hp 34; Init +2; Spd 30 ft.; AC 15, touch 15, flat-footed 13; Base Atk +4; Grap -1; Atk/Full Atk +5 melee (1d4-1/19-20, masterwork dagger); SA smite good 1/day (+8 melee damage); SQ damage reduction 5/magic, darkvision 60 ft., resistance to cold 10, resistance to fire 10, spell resistance 13; AL NE; SV Fort +3, Ref +6, Will +8; Str 8, Dex 15, Con 12, Int 13, Wis 11, Cha 15.

Skills: Concentration +12, Hide +6, Knowledge (arcana) +12, Listen +2, Move Silently +6, Ride +6, Spellcraft +14, Spot +2.

Feats: Alertness (as long as Yarky is in arm's reach) Combat Casting, Empower Spell, Iron Will.

Languages: Common, Goblin, Giant.

Spells Known (6/7/7/5/3; save DC = 12 + spell level): 0—dancing lights, daze, detect magic, flare, light, ghost sound, ray of frost, resistance; 1st—expeditious retreat, mage armor, magic missile, ray of enfeeblement, shield; 2nd—Melf's acid arrow, resist elements, Tasha's hideous laughter; 3rd—lightning bolt, summon monster III; 4th—ice storm.

Possessions: Masterwork dagger, ring of protection +2, potion of eagle's splendor, potion of cure serious wounds, belt pouch holding 50 gp and a 350-gp gem.

➤ **Yarky, Ferret Familiar:** CR —; Diminutive magical beast; HD effective 8; hp 17; Init +2; Spd 15 ft., climb 15 ft.; AC 20, touch 16, flat-footed 18; Base Atk +0; Grp -16; Atk/Full Atk +6 melee (1d2-4, bite); Space/Reach 1 ft./0 ft.; SA attach; SQ improved evasion, scent, granted abilities; AL NE; SV Fort +2, Ref +6, Will +2; Str 3, Dex 15, Con 10, Int 9, Wis 2, Cha 5.

Skills: Balance +6, Concentration +11, Hide +18, Knowledge (arcana) +10, Move Silently +6, Ride +6, Spellcraft +10.

Feat: Lightning Reflexes, Weapon Finesse[®].

➤ **Vem, Fiendish Goblin Rog7:** CR 8; Small humanoid (goblinoid); HD 7d6+14; hp 44; Init +3; Spd 30 ft.; AC 17, touch 14, flat-footed 14; Base Atk +5; Grap +1; Atk/Full Atk +7 melee (1d6/19-20, masterwork short sword) or +10 ranged (1d6+1/x3, +1 shortbow); SA smite good 1/day (+7 melee damage), sneak attack +4d6; SQ damage reduction 5/magic, darkvision 60 ft., evasion, resistance to cold 5, resistance to fire 5, spell resistance 12, trapfinding, trap sense +2, uncanny dodge; AL CE; SV Fort +4, Ref +8, Will +3; Str 10, Dex 16, Con 14, Int 10, Wis 13, Cha 8.

Skills: Balance +5, Escape Artist +13, Hide +17, Jump +12, Listen +11, Move Silently +17, Ride +7, Sleight of Hand +13, Spot +11, Tumble +15, Use Rope +3 (+5 bindings).

Feats: Toughness, Point Blank Shot, Far Shot.

Languages: Common, Goblin.

Possessions: Masterwork shortsword, +1 shortbow, masterwork studded leather armor, 100-gp topaz ring.

➤ **Fiendish Bugbear, Ftr4 (3):**

CR 7; Medium humanoid (goblinoid); HD 3d8+4d10+14; hp 52 each; Init +2; Spd 20 ft.; AC 22, touch 11, flat-footed 21; Base Atk +6; Grap +9; Atk +11 melee (1d8+5, masterwork morning star) or +10 ranged (1d6, masterwork javelin); Full Atk +11/+6 melee (1d8+5, masterwork morning star) or +10/+5 ranged (1d6+3, masterwork javelin); SA smite good 1/day (+7 melee damage); SQ damage reduction 5/magic, darkvision 60 ft., resistance to cold 5, resistance to fire 5, scent, spell resistance 12; AL CE; SV Fort +7, Ref +8, Will +5; Str 16, Dex 14, Con 14, Int 11, Wis 12, Cha 10.

Skills: Climb +5, Jump -5, Hide +0, Move Silently +4.

Feats: Iron Will, Lightning Reflexes, Quickdraw, Weapon Focus (morning star), Weapon Focus (javelin), Weapon Specialization (morning star).

Languages: Common, Goblin.

Possessions: Masterwork morning star, 3 masterwork javelins, banded mail, heavy wooden shield, 30 pp.

➤ **Fiendish Bugbear, Rog4:** CR 7; Medium humanoid (goblinoid); HD 3d8+4d6+14; hp 40; Init +3; Spd 30 ft.; AC 20, touch 13, flat-footed 17; Base Atk +5; Grap +8; Atk/Full Atk +9 melee (1d8+3, masterwork morning star) or +9 ranged (1d10/19-20, masterwork heavy crossbow); SA smite good 1/day (+7 melee damage), sneak attack +2d6; SQ damage reduction 5/magic, darkvision 60 ft., evasion, resistance to cold 5, resistance to fire 5, scent, spell resistance 12, trapfinding, trap sense +1, uncanny dodge; AL CE; SV Fort +4, Ref +10, Will +2; Str 16, Dex 17, Con 14, Int 11, Wis 10, Cha 9.

Skills: Balance +8, Climb +7, Hide +11, Escape Artist +7, Jump +5, Listen +8, Move Silently +15, Spot +8, Tumble +8.

Feats: Alertness, Dodge, Point Blank Shot.

Languages: Common, Goblin.

Possessions: Masterwork heavy crossbow, 10 bolts, masterwork morning star, masterwork chain shirt, 60 pp.

Tactics: The guards are split into two groups. Garg and the bugbear rogue lurk atop an outcropping in area T1A. This outcropping is 60 feet high. Vem and the three bug-



bear fighters wait in the ground-level cave in area T1B.

Upon spotting the PCs, Garg casts *mage armor*, *shield*, and *expeditious retreat* on himself. He then drinks his *potion of eagle's splendor* and casts *summon monster III* to summon monsters to attack the PCs. He continues summoning monsters each round, saving his *ice storm* if the PCs cluster in a group. The appearance of the first summoned monster is the cue for the others to begin the attack. The bugbear fighters close to melee, throwing javelins on any round they aren't able to engage a PC in melee combat. The bugbear rogue prepares an action to shoot any spellcasting character who tries to cast a spell.

Vem uses his magic shortbow to sneak attack as often as he can; elven PCs in the party find themselves favored targets of Vem's due to his fanatical hatred of elves.

If things turn sour, Garg retreats down the side tunnel to area T2 and thence to the surface to warn Murdaget. It takes about 20 minutes for him to reach Murdaget in the siege tower.

T2. SLASRATH CAVE (EL 11)

This chamber is a voluminous cavern, lit with a wan gray light from an exit along the opposite wall. Thrusting up from the floor are what might be called stalagmites, though they are strangely regular in shape. Six square pillars rise from the ground to the ceiling 100 feet above.

The cavern towers over 100 feet high. The trail left by the goblins pulling the cart remains obvious, and leads out onto the surface of Thuldadin.

Creatures: A pair of particularly tough slasraths lurk in this cavern. These hideous, worm-bodied, slate gray creatures flop through the air near the ceiling on purple-veined manta-like wings with long barbed tails streaming behind them.



These two slasraths escaped servitude as mounts when their yugoloth master died many years ago. The creatures, though extremely aggressive and territorial, don't attack goblinoids moving through the cavern. Murdaget and his minions pummeled them nearly to death several times until the slasraths learned the lesson. The slasraths now serve as additional, ever-vigilant guards, blocking casual access to the portal.

➤ **Advanced Slasrath (2):** CR 9; Large aberration; HD 16d8+64; hp 136 each; Init + 2; Spd 10 ft., fly 50 ft. (perfect); AC 17, touch 11 flat-footed 15; Base Atk +12; Grp +21; Atk +16 melee (2d6+5 plus poison, sting); Full Atk +16 melee (2d6+5 plus poison, sting) and +11 melee (1d6+2, bite); SA poison, wing slash; SQ darkvision 60 ft.; AL N; SV Fort +9, Ref +9, Will +10; Str 21, Dex 14, Con 19, Int 1, Wis 10, Cha 10.

Poison (Ex): Each sting attack delivers poison (Fort DC 18 negates). Initial damage 1d4 Str plus 1d4 Dex; secondary damage is 2d6 Con.

Wing Slash (Ex): A charging slasrath can end a charge with a wing slash. The slasrath makes a +9 melee attack against each creature that it threatens at the end of its charge. Each creature hit takes 3d6+10 points of damage. An armor-wearing creature damaged by this attack must make a Reflex saving throw (DC 19) or have its armor shredded away instantly.

Skills: Listen +12, Spot +11.

Feats: Alertness, Improved Bull Rush, Improved Natural Attack (sting), Improved Sunder, Lightning Reflexes, Power Attack.

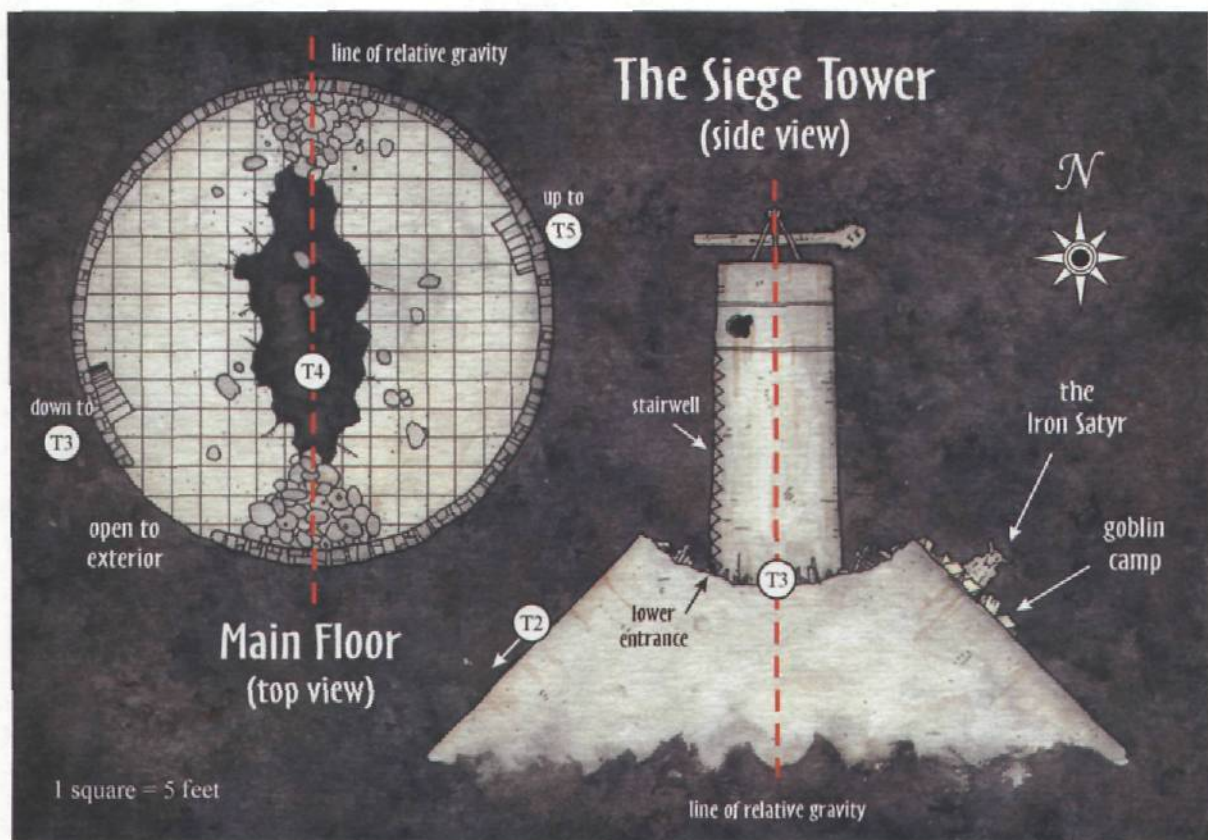
Tactics: The slasraths offer little in the way of tactics other than an all-out, unrelenting frontal assault. They immediately charge the PCs with their wing slash attacks. If either slasrath is reduced to fewer than 15 hp it ceases its attack and flees. The slasraths do not pursue prey out of this cave.

OUT INTO THULDANIN

A short passage leads from the slasrath cavern out onto Thuldanim itself. The sight of the alien realm, even to experienced planar adventurers, is unsettling and bizarre.

The short passage opens abruptly upon a wondrous and terrible vista. The ground stretches into the distance, seemingly composed of the same petrified material as the cavern walls and refuse. Here and there great cracks radiate from immense pock marks, the fracture lines all at right angles and etched with rust. Vast dunes of ruined, petrified objects and creatures litter the ground.

Even stranger is the sky. No sun or stars can be seen in the dark gray void overhead, but a number of distant moons drift slowly about. Oddly cubic-shaped, these moons move much more swiftly than ever the stars do. In fact, their movement is easily noticeable to the naked eye. Their cubic moons drift chaotically, and



some even appear to be on collision course with one another.

The plain ahead stretches toward a horizon that seems to be unnaturally close. It almost seems as if the ground simply stops as if at the edge of a great cliff about a mile out. Thrusting up from a pit in that direction is an immense, wildly tilted tower.

A successful Knowledge (the planes) check (DC 15) allows a character to realize that he now stands upon Acheron. If the check exceeds the target DC by 10 points or more, he also realizes that he is located on Thuldanim.

The leaning tower in the distance is Murdage's base of operations here. It straddles the edge of the cube so the objective directional gravity is different in each half of the tower. The great pathway left by the goblins that dragged the wagon with the statue leads directly toward this tower. If the PCs decide to instead strike off in another direction, feel free to have them encounter some of Thuldanim's fiendish denizens, using the table for Hellish encounters on page 167 of the *DUNGEON MASTER'S Guide*. Note that these encounters tend to be quite dangerous, so you shouldn't inflict them on the PCs unless they deliberately avoid staying on target.

The siege tower itself is about a mile from the slasrath cave entrance, and the terrain is considered to be difficult

terrain. A group of characters moving at a speed of 30 ft. can thus reach the tower in about 40 minutes.

THE SIEGE TOWER (EL 10)

The slightly tapering tower is of massive proportions, rising fully 200 feet above the lip of the pit surrounding its base. Hanging from thick chains and massive posts atop the tower is a huge battering ram, its head at least 20 feet across and carved into the likeness of some sort of howling demon. The tower is adorned with ornate gargoyles of a similar design. A massive hole has been ripped through one side of the tower high above.

Below, the pit is heaped with mounds of debris. Some of the ruin appears to be from the tower itself, as if it was dropped here and the lower sections collapsed on impact. Mixed into this rubble is an astounding assortment of broken siege weapons. The twisted remains of hundreds of catapults—each of a different design—compete for space with shattered balistas, burnt scaling ladders, ruined siege platforms, smashed battering rams, and cracked oil cauldrons. The refuse seems to have fused into the same stone-like material as the scraps found in the tunnels and caves near the gate. A narrow path snakes down the side of the pit and through the piles of debris toward an opening in the base of the tower about 50 feet below.



Strangest of all, perhaps, is that the far half of the pit appears to simply fall off the edge of the earth. It ends in a sheer line, with only the dark gray sky visible beyond. The swath of footprints and wagon ruts leads up to and over the edge of the cliff to the left side of the pit into the gray void beyond.

If anyone approaches the cube edge and looks over, read the following:

As you reach the edge you see that the ground drops off into a sheer cliff. Impossibly, the refuse pit continues on the far side, oriented along the cliff as if it was flat ground and not a vertical drop off. The wagon tracks move down the vertical face of the cliff, around the rim of the pit to a point on the opposite side. There, you see the wagon itself, several dozen small tents arranged around numerous campfires, and just as many small humanoid creatures. Standing at the center of this encampment is the Iron Satyr.

Although the drop-off to the other side of the cube appears daunting, characters who simply step across the edge suffer nothing more than momentary disorientation as the relative gravity changes.

Murdaget's tower thrusts up from the center of a huge pit carved from the edge of two cube faces. Great piles of broken and useless siege equipment lie heaped in the pit, drawn together here from all corners of the multiverse. The siege tower itself is built of huge proportions, and was originally 300 feet tall, although a quarter of the height was lost when the structure crashed into this pit. On what plane such a massive structure was built none can say, but it arrived in the siege engine graveyard some time after having a massive hole ripped through it by a gigantic boulder.

There are two obvious ways into the tower. First, one can follow the winding path down into the pit, where it reaches a large crack in the tower wall that allows access into the lower level (area T3). Second, a character can fly or climb up to the hole in the side of the tower nearly 200 feet above; this hole opens into area T4. Climbing up the side of the tower is fairly easy due to the tilted plane of relative gravity. One can walk up the side of the tower with ease, but reaching the hole in its side requires a somewhat tricky 20-foot climb down an increasingly sloped curve. A successful Climb check (DC 15) is required to reach the hole; failure results in a serpentine fall that causes the climber to pass back and forth through the plane of relative gravity several times before finally coming to a stop halfway down the side of the circumference of the tower. This unusual fall causes only 4d6 points of damage as the character bounces across the surface of the tower. At the

end of the fall, a character floats in an area of no gravity, and must either fly to safety or make a successful Climb check (DC 15) to reach solid ground.

There is no easy route into the interior from the roof; the battering ram was operated magically, so there was no need for troops to be stationed on the unprotected roof. The ram can no longer be moved as the chains it hangs on are solidly petrified.

Creatures: A night hag named Ziand and her loyal pack of hell hounds have claimed the refuse pit as their home. Ziand is more than a little off her rocker, since she fancies herself the caretaker of the junkyard and spends most of her time trudging about the pit muttering to herself, searching for recent additions. Murdaget negotiated a "lease" on the siege tower from her by agreeing to give Ziand all the souls of those that he conquers while leading Maglubiyet's armies—a dubious bargain at best.

➤ **Ziand, night hag:** hp 51; *Monster Manual* 193.

➤ **Hell Hounds (6):** hp 29, 28, 27, 22, 21, 19; *Monster Manual* 152.

Tactics: Ziand and her hell hounds attack any party that includes a majority of good-aligned characters, though she is more willing to bargain with others, particularly if they appear powerful. Her initial asking price for safe passage through the pit is 8,000 gp, though she settles for 5,000 gp if her initial attitude of unfriendly can be adjusted to friendly. If her attitude is adjusted to helpful, she also warns the PCs of the gargoyles that lurk inside the tower, and of Murdaget's elite bodyguards in the chamber above.

During any negotiations, Ziand's hell hounds attempt to slip through the debris and silently surround the party. If it appears that negotiations are going poorly, the hag throws up her hands in disgust and turns away, apparently giving up. However, this is a pre-arranged signal to her hounds to attack. She prefers to hang back and use *magic missiles* to attack people while her hounds tear them apart.

T3. SIEGE TOWER INTERIOR (EL 10)

The interior of the massive tower is a hollow cylinder approximately 80 feet across, with a ceiling some 200 feet above. The chamber is feebly lit by a murky gray light that filters down through a ragged hole torn through the roof above. An internal staircase with massive three-foot-high risers hugs one wall as it ascends toward the ceiling above.

The floor of the tower is cluttered by a strange hill of rubble that rises to a point along a line between two opposite walls. This rubble extends upward to a fantastically high peak, beyond which a field of boulders, petrified weaponry, and broken statues float lazily along a field that bisects the tower down the middle, all the way up to the roof above.

The interior of the tower exists along a field of warped gravity; down is oriented toward a plane that bisects the tower down the middle, parallel to the edge of the cube. This effectively gives the interior of the tower two ceilings and no floor. The field of rubble that floats in the center of the tower floats along this plane of gravity in an area of weightlessness.

The oversized stairs that ascend to area T4 above can be climbed with a successful Climb check (DC 20).



Ziand

Climbing the walls themselves is impossible without magic or a natural climb speed. Flying characters can navigate the tower's interior the easiest, but a flying character who passes through the gravitational plane must make a successful Reflex save (DC 15) or become sickened, taking a -2 penalty on all attack rolls, weapon damage rolls, saving throws, skill checks, and ability checks for one round.

A character who falls from one of the ceilings falls back and forth in increasingly short arcs through the field of rubble until finally coming to a motionless rest suspended in the air equidistant from either ceiling. These repeated falls persist for 1d6 rounds; the victim suffers 1d6 points of damage each round as he passes through the field of rubble. A character trapped in this manner must fly to safety or be rescued from afar.

Creatures: Eight gargoyles perch on the walls 180 feet above the floor, well hidden amongst the stonework. They remain motionless until intruders approach within 60 feet, at which point they swoop down to attack. The gargoyles have already mastered changes in objective gravity while in mid-flight and are not subject to Reflex saves if they pass through the gravitational plane.

➤ **Gargoyles (4):** hp 45 each, *Monster Manual* 113.

T4. MAIN FLOOR (EL 11)

This large circular chamber is dominated by a massive hole in the floor. Rubble is piled up at either end of the hole, and several large chunks of material float in the center of the room, forming a plane of rubble and debris.

An oversized stairway descends to the lower reaches of the tower, and in the wall opposite a secondary flight of stairs leads upward through a hole in the roof.

This room measures 20 feet from "floor" to "ceiling," and has the same type of gravity field difficulties as those found in area T3. Before the siege tower crashed into Acheron, this room was used as a staging area for armies

to invade large castles via the siege tower's roof after the battering ram broke open the wall's defenses.

Creatures: If Murdaget knows the PCs are on the way, his three strongest minions lurk in this room. These hobgoblins are named Drugo, Morgad, and Orgmar.

➤ **Drugo, Morgad, and Orgmar, Male Hobgoblins Ftr8:** CR 8; Medium humanoid (goblinoid); HD 8d10+16; hp 73 each; Init +3; Spd 20 ft.; AC 19, touch 13, flat-footed 16; Base Atk +8; Grap +11; Atk +11 melee (1d8+3/19-20, longsword) or +13 ranged (1d10+1/17-20, +1 heavy crossbow); Full Atk +12/+7 melee (1d8+3/19-20, longsword) or +13 ranged (1d10+2/17-20, +1 heavy crossbow); SA —; SQ darkvision 60 ft.; AL LE; SV Fort +8, Ref +5, Will +5; Str 16, Dex 16, Con 15, Int 12, Wis 12, Cha 10.

Skills: Climb +14, Jump +8, Listen +8, Spot +8.

Feats: Alertness, Dodge, Improved Bull Rush, Improved Critical (crossbow), Iron Will, Mobility, Rapid Reload, Weapon Focus (crossbow).

Possessions: +1 breastplate, +1 heavy crossbow, longsword, *potion of heroism*, *potion of spider climb* (2), 750 gp.

Tactics: These three hobgoblin fighters normally stay in Murdaget's hideaway (area T5), but once he realizes that the PCs are on their way he orders them to this area to confront the PCs. The three fighters drink a *potion of spider climb* and the *potion of heroism*, and then prepare actions to fire their crossbows upon the first character to enter the room. They continue moving along the walls of the room to maintain range superiority over the PCs.

T5. MURDAGET'S HIDEAWAY (EL 5)

The floor of the room is fairly uncluttered; a large mound of pillows sits against the opposite wall, next to a short red idol of a leering hobgoblin with a huge black axe. What at first looks like a stack of boulders nearby is actually a pile of what appear to be more pillows, but these are made of stone. The room's truly unsettling features are on the wall nearest the entrance.

Here, a set of ancient petrified levers, gears, and pulleys protrude, along with numerous chains of stone.

FIENDISH HAND (FIENDISH GRAFT)

The exceptionally long fingers of this discolored (usually dirty green or red) hand possess twice as many joints as normal. The hand grants a +2 profane bonus to Craft checks that involve manual dexterity (such as basketweaving, gemcutting, painting, and sculpting), Disable Device checks, Forgery checks, Open Lock checks, and Sleight of Hand checks. The talons that protrude from the fingertips also grant a natural attack. Damage done by this attack is equal to that granted by a flexible arm, long arm, or fiendish jaw (as detailed on table A2-1 in the *Fiend Folio*); a Medium

creature's fiendish hand inflicts 1d4 points of damage on a hit.

The owner of a fiendish hand suffers a -6 penalty to Charisma-based skill checks when interacting with nonevil characters. Every day, the owner must make a Will save (DC 15) or succumb to temptation to perform an evil act. Fiendish grafts are further detailed in Appendix 2 of the *Fiend Folio*.

Prerequisites: Graft Flesh, creator must be a fiend; **Market Price:** 8,000 gp.



IRON
SATYR

The massive machinery appears to have once dominated the floor of the room, but with the area's unusual gravity it seems to cling to the wall.

Adding to the sense of vertigo is a large skylight in the "ceiling" above. The view beyond affords a spectacular glimpse at the landscape of this alien realm, complete with hills formed from ruined and petrified bodies, weapons, and siege engines. Foremost in the view, at the edge of the pit, is the Iron Satyr. The statue is surrounded by a large encampment of what appear to be goblins. The fact that this view seems to stretch off above your heads is more than a little disconcerting.

Murdaget keeps little in this room, not wishing to expose much to the petrifying effects of Thuldanin. He's had to replace his sleeping pillows more times than he cares to remember.

Creature: Murdaget is likely encountered here only if he's already fled from the goblin encampment. Berli, on the other hand, can always be found here. As he is unable to climb or fly, this chamber has been Berli's prison for many weeks, his only respite being the daily trips to the goblin encampment to work on carving the stones for the portal. Since finishing the last of them a few days ago, he's been stuck here with little more than his despair. Berli's recent ordeals on Thuldanin have left him a bit malnour-

ished, dirty, and desperate, yet his rugged good looks are still very much apparent. His right hand, normally kept bandaged of late, is the only thing that detracts from his appearance. This greenish hand, a fiendish graft given him by Viela, has impossibly long fingers that writhe and twitch like a spider's legs. The graft gives his hand increased manual dexterity, but is horrifying to behold. Berli, his mind warped by his long association with the succubus, finds the hand to be his most attractive feature, but tries to keep it hidden nonetheless at Viela's insistence.

☛ Berli, Male Human Exp6: CR 5; Medium humanoid; HD 6d6; hp 23; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +4; Grap +4; Atk/Full Atk + 4 (1d4, claw); SQ fiendish hand, mark of justice; AL CN; SV Fort +4, Ref + 3, Will + 5; Str 10, Dex 12, Con 11, Int 13; Wis 10; Cha 17.

Fiendish Hand: Berli's hand has been replaced by Viela with a graft called a fiendish hand. See the sidebar for details on this graft.

Mark of Justice: Berli, once lawful neutral, is well on his way to a life of chaos and evil thanks to Viela's influence. He is currently under the effects of her *mark of justice* ability; if he willingly seeks to atone for his evil and chaotic deeds, the mark curses him and decreases his Intelligence by 6. The mark, which appears as a barbed red spiral, is hidden high on the inside of his left thigh.

Skills: Appraise +13 (+15 paintings and sculpture), Craft (painting) +13, Craft (sculpting) +13, Perform (stringed instruments) +12, Perform (oratory) +12, Profession (artist) +9, Ride +10, Swim +9.

Feats: Great Fortitude, Skill Focus (Appraise), Skill Focus (Craft [painting]), Skill Focus (Craft [sculpting]).

Treasure: The red statuette of the goblin is a bloodstone idol of Maglubiyet worth 900 gp.

Ad-Hoc Experience Award: If the PCs manage to rescue Berli and return him to his home in Dramshae, award them XP as if they had defeated him in combat.

THE GOBLIN CAMP (EL 13+)

This collection of nearly four dozen small, dirty tents is arrayed in a roughly circular layout around the Iron Satyr, which is perched near the edge of the pit in which the siege tower stands. Several fire pits smolder between the tents, and a huge stone-wheeled wagon sits at the fringe.

Creatures: This encampment is populated by 103 fiendish goblins, minions of Murdaget "on loan" from a larger temple dedicated to Maglubiyet located on another cube on Thuldanin. These goblins were tasked with hauling the Iron Satyr from the portal to this location, where Murdaget intends to perform an impressive ritual involving the sacrifice of seven captured fiendish orc soldiers and culminating in the awakening of the goristro from its petrified slumber.

The goblins and orc prisoners should be little more than a nuisance to 11th-level characters, despite their vastly superior numbers. Combat between a group of adventurers and 103 goblins is best served by simply describing the

results of the combat rather than rolling attacks for every one involved.

➤ **Fiendish Goblins (103):** hp 5 each; SA smite good 1/day (+1 melee damage); SQ darkvision 60 ft., resistance to cold 5, resistance to fire 5, spell resistance 6; *Monster Manual* 133.

➤ **Fiendish Orcs (7):** hp 5 each; SA smite good 1/day (+1 melee damage); SQ darkvision 60 ft., resistance to cold 5, resistance to fire 5, spell resistance 6; *Monster Manual* 203.

IT'S ALIVE! (EL 15+)

Murdaget's plan to sacrifice the captured orcs to Maglubiyet should take place at some point while the PCs are exploring Thuldanin. You should stage the ritual at some exciting point during the adventure so the PCs must face down the goristro in all its might. If the PCs head straight for the goblin camp, they should witness the goristro's awakening just as they reach the edge of the camp. If the PCs instead explore the siege tower, they should witness the awakening of the goristro from the window in the "roof" of area T5.

Creature: Although there are more than a hundred fiendish goblins in the camp, they scatter in terror as the goristro awakens and add nothing to any resulting combat.

➤ **Goristro:** CR 13; Huge outsider (chaotic, extraplanar, evil, Tanar'ri); HD 16d8+96; hp 183; Init -1; Spd 40 ft.; AC 23, touch 7, flat-footed 23; Base Atk +16; Grap +33; Atk +23 melee (2d6+13, slam) or +13 ranged (2d8+9, rock); Atk +23 melee (2d6+13, 2 slams) or +13 ranged (2d8+9, rock); Space/Reach 15 ft./15 ft.; SA rock throwing, spell-like abilities, stamp; SQ damage reduction 10/good, darkvision 60 ft., fast healing 5, immunity to electricity and poison, resistance to acid 10, cold 10, and fire 10, spell resistance 22, telepathy; AL CE; SV Fort +16, Ref +9, Will +12; Str 29, Dex 8, Con 23, Int 5, Wis 15, Cha 13.

SCALING THE ADVENTURE

"The Iron Satyr" can be modified to accommodate parties of varying levels by making the following changes:

9th- and 10th-level: Reduce all NPC class levels by one or two. Note that if you reduce Viela's level, she no longer has the ability to grant fiendish grafts from her class. If you still want Berli to have a fiendish hand, replace Viela's Dodge feat with the Graft Flesh feat.

Warehouse: Remove one of the trolls.

The Temple of Ealira: Remove one of the phase spiders. Replace the advanced dretches in area E12 with standard dretches.

Thuldanin Caves: Replace the advanced slasraths with standard slasraths.

Thuldanin Siege Tower: Remove all of Ziand's hell hounds and one of the gargoyles. It's difficult to replace the

goristro, since it needs to be a Huge creature of some sort; you can replace it with a slightly less powerful Huge creature like a bebelith or a half-fiend delver, but make sure to change the Iron Satyr's description as necessary.

12th- and 13th-level: Increase NPC class levels by one or two.

Warehouse: Give each of the trolls 2-4 levels of barbarian.

The Temple of Ealira: Advance the invisible stalker by 3-6 HD. Add 1-2 phase spiders to area E11. Give each of the advanced dretches in area E12 2-4 levels of rogue.

Thuldanin Caves: Add a third advanced slasrath.

Thuldanin Siege Tower: Replace Ziand's hell hounds with shadow mastiffs. Advance the gargoyles by 3-6 hit dice. Advance the Goristro by 2-4 HD.

Rock Throwing (Ex): A goristro can throw rocks that weigh 60 to 80 pounds. These missiles have a range increment of 140 feet.

Spell-Like Abilities (Sp): Constant—*see invisibility*; At will—*fear* (DC 15). Caster level 10th.

Stamp (Ex): By stamping its feet on the ground, a goristro can produce a 60-foot radius shockwave. The shockwave lasts 1 round, during which any creatures standing on the ground in this area can't move or attack. Spellcasters must make a successful Concentration check (DC 20 + spell level) to cast spells, and all affected creatures must make a successful Reflex save (DC 27) or be knocked prone. Structures on open ground in the area take 100 points of damage, enough to collapse a typical wooden or masonry building, but not an undamaged structure built of stone or reinforced masonry. Hardness does not reduce this damage, nor is it halved as damage dealt to objects normally is. Any creature caught inside a collapsing structure takes 8d6 points of bludgeoning damage (Reflex DC 15 half) and is pinned beneath the rubble. A pinned creature takes 1d6 points of nonlethal damage per minute while pinned. If a pinned creature falls unconscious, he or she must make a DC 15 Constitution check or take 1d6 points of lethal damage each minute thereafter until freed or dead.

Skills: Balance +9, Intimidate +20, Jump +32, Listen +21, Sense Motive +11, Spot +21.

Feats: Blind-Fight, Cleave, Improved Bull Rush, Improved Overrun, Improved Sunder, Power Attack.

Tactics: A goristro is a terrifying and dangerous opponent. Fortunately for the PCs, there are certain factors that can make this battle a little less deadly, if they play their cards right. When it first returns to flesh, the creature doesn't immediately realize that any time has passed at all and immediately roars and uses its stamp attack. The resulting shockwave terrifies the fiendish goblins and they flee in panic once they recover. The goristro then spends a few rounds as it slowly takes in its new surroundings, but recovers quickly enough to fight back against anything that attacks it. If the goristro takes more than 40 points of damage, it changes its tactics and retreats toward the siege tower. The demon scales the tower with ease due to the warped gravity; upon reaching the apex it starts hurling parts of the tower and battering ram and bellowing in rage.

Murdaget has no magical control over the goristro's actions, but it instinctively knows that he is responsible for freeing it and has an initial attitude of friendly toward the hobgoblin. Murdaget must make a Diplomacy or Intimidate check as soon as the goristro awakens to determine if he can make the creature helpful (in which case it follows his commands); otherwise the goristro runs amok. Eventually, if it is left alone for a long enough time, Murdaget manages to befriend the goristro, but with the PCs in the vicinity, chances are he won't get to attempt this more than once. If he does gain the demon's cooperation, he immediately

orders it to kill any PCs it sees, or barring that, to fetch Berli from the tower for an additional sacrifice.

If Viela is still alive at this point, chances are she is either allied with the PCs or snuck through the portal in some way. She immediately uses her *charm monster* spell-like ability to try to seize control of the demon. If Murdaget still lives, she orders the demon to slay the hobgoblin and watches with disturbing glee. This task done, she resumes her search for Berli with the demon's aid. She is much more interested in returning to the Abyss with her prizes than destroying the PCs and attempts to negotiate a truce if possible. If they try to keep her from leaving with Berli, however, she'll send the goristro against them as well.

CONCLUDING THE ADVENTURE

If the characters enjoyed their foray into Thuldanan, there's plenty more to explore and fight there. This adventure can be a prelude to *The Lord of the Iron Fortress*, published by Wizards of the Coast, another adventure that takes place partially on Acheron. In this case, the PCs could discover some papers in Murdaget's hideaway that indicate that he is only a minion of someone named Imperagon, and has been charged with gathering an army.

If Viela has survived the adventure and has begun to tempt and corrupt one of the PCs, she continues to do so as long as she is able. She should gain levels in the fiend of corruption prestige class at the same rate her victim gains levels, and eventually she'll be able to collect her victim's soul as a reward.

Returning to Dramshae, the PCs find the villagers to be quite worried that a portal to Acheron is in the middle of their town. They may ask the characters to find a way to destroy or permanently shut it. Characters who have played through "Mellorn Hospitality" (*DUNGEON* #107) might have access to the *seal portal* spell. Otherwise, they'll need powerful magic like *Mordenkainen's disjunction* to destroy the portal for good. Tearing down the standing stones that surround it only reverts the portal to its normal Medium size. Who knows what might find the Thuldanan side of the portal next and come wandering through?

Scott Stearns is a management consultant who uses the two online campaigns he runs as creative outlets. After working in England for three years he recently moved to Texas, which is eerily similar to Acheron in many ways. He'd like to thank his wife Lisa and daughter Alexandra for their infinite patience as this adventure moved through three game versions and three equally patient editors. Ω

STONE GIANT CAVERNS

Map of Mystery

by Christopher West

Arrows = Up

1 square = 10 feet

WEST





CHALLENGE OF CHAMPIONS V

BY JOHNATHAN M. RICHARDS

ARTWORK BY ANDREW HOU & ARNOLD TSANG • CARTOGRAPHY BY ROB LAZZERETTI

"Challenge of Champions V" is a D&D adventure for a party of four PCs of any level and of any character class. Like the four previous "Challenge of Champions" adventures (appearing in *DUNGEON* issues #58, 69, 80, and 91), this adventure takes place on the outskirts of a major city and can be inserted into nearly any campaign.

You should read the entire adventure before running it. A firm understanding of each of the ten scenarios is necessary for the smooth progress of the adventure and will help you adjudicate alternative solutions the players may devise to each challenge.

ADVENTURE BACKGROUND

Once again, the Adventurers Guild is sponsoring an event to test the skills of teams of adventurers. Open to adventuring teams of all levels of experience, the contest is to be held in two days' time at the edge of the city. Teams begin forming and registering days before the event. Some of them have gone through previous Challenges, while others are new to the contest.

Each team must be registered at the Guild Headquarters by sundown the night before the contest. The team members must each provide the Guild with their name, character class (for record-keeping purposes only; the Challenge scenarios are no longer geared toward specific character classes), and team name. They must also sign a form absolving the Adventurers Guild of any responsibility in the case of injury or death. Contestants are given the opportunity to sign up in advance for either a *raise dead* spell (5,450 gp) or a *resurrection* spell (10,910 gp), to be used in the event of their death during the course of the Challenge. The Guild officials do their best to ensure the safety of the participants, but accidents can happen. PCs wishing to use this service must pay in advance; the money is returned at the end of the Challenge if they come through alive.

Finally, all contestants must pay an entrance fee of 5 gp, unless they're already Guild members, in which case the fee is waived (a benefit of membership, as the Guild is quick to point out). If the PCs aren't yet members, they get to hear the standard sales pitch: for a mere 25 gp per

year, the Adventurers Guild provides the PCs with a wealth of information, beneficial contacts, and a 10% discount on standard adventuring gear. Other benefits can be added as you see fit. Possibilities include offering expendable magical items (scrolls and potions) at a reduced cost, as well as providing a place to sell the various treasures recovered while adventuring. There might even be Guild-affiliated armorworkers and weaponsmiths willing to "upgrade" the magical properties of a given weapon, shield, or suit of armor.

The four winners of the contest are each granted a lifetime membership into the Adventurers Guild, as well as the trophies and prestige usually associated with such an honor.

ADVENTURE SYNOPSIS

The PCs enter the Challenge of Champions, a competition composed of ten scenarios testing their adventuring capabilities. At the end of the contest, the scores of all contestants are ranked to determine the winning team.

ADVENTURE HOOKS

The PCs could enter the contest for several reasons. They might overhear other adventurers talking about the fifth annual Challenge of Champions and decide to enter on their own. A rival adventurer might form a team of contestants and dare the PCs to enter the contest to see which team performs better. If the PCs have already joined the Adventurers Guild, they might have competed in a previous Challenge and be eager to give it another go. (If they won a previous contest, they may be especially eager to keep the winning streak going.) A newly formed adventuring band might enter the Challenge to prove themselves and establish a reputation, possibly as an advertisement for future employment. A fair bit of side-betting goes on during these contests, so the PCs might even enter as a money-making scheme. They could even be hired to represent a wealthy merchant or aristocrat who has a bet going with his associates as to who can field the superior team of contestants.

THE CHALLENGE OF CHAMPIONS

The contest itself is a series of ten scenarios, each designed to test the resourcefulness and cohesion of the adventuring group. The scenarios are set up so as to be of equal difficulty to everyone, regardless of level. In other words, a 20th-level druid should have no advantage over a 1st-level one. In addition, an attempt has been made to address advantages returning contestants might have over newcomers.

THE RULES

All team members must show up in non-magic clothing; no armor is permitted. Weapons may not be brought to the contest grounds; scenarios that require weapons are supplied appropriately. The same goes for magic items of any type. Spellcasters cannot cast any prepared spells; this includes spell-like abilities. All spells used in the contest must be cast using *rings of spell storing* provided as part of a scenario. This allows all spells to be cast at the same level, negating any advantage high-level spellcasters have over low-level ones. Items cannot be transferred between scenarios. Characters with familiars, animal companions, or special mounts are not allowed to bring them into the contest.

All contestants are inspected by a Guild wizard before the contest begins. The Guild wizard uses *detect magic* to make sure no magic items are being smuggled in. Anyone caught attempting to smuggle magic items into the contest is immediately disqualified. Guild proctors have no qualms against ejecting contestants who try to cast unauthorized spells during the course of the scenarios.

An unscrupulous adventuring group might devise an elaborate plan to circumvent the rules. For example, a group might plant one of their party members in an earlier group. When the spy makes it through the scenarios, he or she can cast *sending* to communicate the solution or clues to the later group. Such devious tactics shouldn't be "automatically" detected.

A PC attempting to smuggle an illegal object into a scenario can make a Sleight of Hand check opposed by the Proctor's Search check of +16. PCs who cheat and are caught after the fact are removed from the Challenge and their points are nullified from all scenarios in which they participated. Any remaining PCs are free to recruit a replacement member before continuing with the rest of the contest.

If the PCs are clever enough to outsmart the Adventurers Guild, they'll probably be seen as a boon to the organization anyway. If characters manage to pull off a cheat you didn't expect, don't punish them. This is a contest of wits and ingenuity, and finding a novel way to circumvent tricky obstacles is part of being an adventurer.

At the start of each scenario, a proctor briefs the team on any equipment they can use. Command words to any

magic items requiring them are normally provided at this time (unless determining the command word is part of the puzzle). Once the team is satisfied that all equipment is in place, the official reads the scenario briefing and starts the clock. The briefing consists of the goal the team must try to accomplish, as well as any special rules for that scenario. A team has 15 minutes to accomplish each scenario.

THE HINT

If a team is stumped, they can ask for "The Hint." The proctor then reads a prepared clue for the scenario. The team can ask for "The Hint" at any time during the scenario, but it must be a unanimous decision by all active team members. Once "The Hint" is given, the team earns half normal points for completing the scenario. The specifics of "The Hint" for each scenario are decided upon by the Guild proctors in advance, so it's possible that "The Hint" may address a part of the scenario that the contestants have already solved.

WHEN TO RUN THE ADVENTURE

If your players' adventuring group does not have a full complement of four team members, the PCs can recruit one or more NPCs from the hopefuls milling about the contest. See the "Rounding Out the Team" sidebar for more information. If instead you have more than four players in your group, you can allow them to choose which four members of the group tackle a particular scenario; this choice must be made before the proctor describes what the scenario entails, though. Players who don't have active characters in a scenario should remain silent; if they provide clues or assistance to the active characters, the scenario and any points gained are forfeited.

A word of caution: although "Challenge of Champions V" can be played with one DM and one player (with that player running all four team members), that puts the onus of coming up with solutions on the lone player. This is feasible—though it's easier to solve the scenarios with input and ideas from several people.

Alternately, any of the "Challenge of Champions" adventures can be used as a contest between individual players. Simply give one player control of all four NPCs provided and let him or her go through the adventure solo. The other players shouldn't be present at this time; it's simply you and the one player. At the end, the score is tallied, and then you send another player through the adventure. Continue this process until each of the players has "gone solo" through the scenarios. After everyone has finished, compare scores to see how everyone did. This allows players to "compete" against each other, but it prevents the multiple-player interaction and brainstorming that is often the key to solving the scenarios.

RUNNING THE SCENARIOS

At the beginning of each scenario, show the players the map or diagram corresponding to that event. Allow the players to read the appropriate spells in the *Player's Handbook* and magic item entries in the *DUNGEON MASTER's Guide*. Once all of the players have had a chance to review their starting equipment, give them the scenario briefing. Once the briefing begins, track the time. The players have a total of 15 minutes for their PCs to accomplish the task. This is 15 minutes in real time, not game time. Some tasks the PCs must perform to complete a scenario goal take more time in game than in real time, though, and for these tasks the approximate completion time is provided, often with a modifier, under the heading "Time Constraints." Whenever a player announces that her PC is performing that task, determine the length of time it takes and subtract that from the 15 minutes of the scenario. For example, if it takes 30 seconds to secure a rope properly, tell the players that time has been used.

A "school solution" is provided for each scenario. This is the way the Adventurers Guild anticipates the goal to be accomplished. However, it is by no means the only or best way to accomplish the goal. It is provided so you can see one method to accomplish each goal, in the event the PCs fail to accomplish it and the players don't think it can be done. Be flexible in all cases, and allow a good idea an appropriate chance of success.

The Guild official proctoring each scenario is responsible for ensuring the safety of the participants. While many of the scenarios place the contestants in danger, each proctor has the means to counter the danger. For example, several scenarios involve climbing up or down sheer surfaces. The Guild wizards proctoring those scenarios are ready to cast *feather fall* immediately upon signs of trouble.

In any scenario, the official has the power to declare any PC "dead" at any time, and he does so if he has to save the PC or if the PC commits a "lethal" act (like falling into a "pool of piranhas" represented by a shallow pool of water). PCs who have been declared "dead" are not allowed to participate further in the scenario in which they "died," and they receive no points for that scenario. They are allowed to watch their teammates finish the scenario without them, but any assistance on their part—be it actual participation in accomplishing the scenario's goal or merely shouting suggestions from the sidelines—are grounds for disqualification of the entire team. Once the team moves on to the next scenario, any "dead" PCs are restored to "living" status and may continue as before.

Many of the scenarios are puzzles. As part of the spirit of the Challenge of Champions, you should require your players to figure out the solution themselves. However, most people roleplay to play their characters, not themselves; the PCs have "lived" entirely different lives than their players. In each scenario, some potential uses for skills are pro-

vided. Skill checks are generally unnecessary to successfully complete a scenario, but they can help give the players a hint.

As the PCs complete each scenario, record their scores on the score sheet. After each of the first nine scenarios, check off the box if at least one team member accomplished that scenario's goal and made it to the metal number disk featured as the unifying theme of this year's contest. This is important in determining their score for the final scenario.

THE CHALLENGE BEGINS

The day of the contest, the participating teams are led to the large, multicolored tent where the initial briefings are given. This year, 16 teams are competing. Before the contest officially begins, some of the teams pass around a sign-up sheet for a betting pool. Not all teams have entered the pool, and there is no pressure to do so, but those interested are putting up 100 gold pieces per team, and the winners (among those in the pool) go home with the pot. "Make no doubt about it, this is my year to win," declares Bisquayne, a long-time competitor, as he passes you the sign-up sheet for the betting pool. "You guys want to throw some of your money my way? I'm a certified shoo-in this year. I almost feel sorry for you other competitors!"

The betting pool is a tradition among the Challenge of Champions competitors. Since the Adventurers Guild has no interest in providing monetary rewards for winning (that's not why they've designed the contests), several contestants have taken it upon themselves to provide their own cash reward. So far, seven of the teams have put in 100 gp, so if the PCs decide to enter, the pot becomes 800 gp. Once the PCs have had a chance to interact with some of the other contestants and made a decision whether to participate in the betting pool, the contest begins.

Farthingale, a heavy-set human Guildmaster, is running the Challenge of Champions this year. When he arrives at the tent, things get down to business. Farthingale goes over the rules for the Challenge and answers any initial questions. He then mentions a new addition to this year's contest:

"This year, you'll be collecting numbered metal disks like these," he says, holding up a medallion some six inches in diameter. The disk has a "1" engraved on it. "You won't be keeping the disks after each scenario," Farthingale continues, "but we will be keeping track of which disks you have attained throughout the scenarios. They come into play during the final scenario."

Finally, each team's name is entered on a slip of paper and the names are drawn randomly out of a small chest to determine the order in which the teams will compete. The PCs' group is scheduled to go fourth. After Team One is led away to the start of their first scenario, the PCs have about



45 minutes to relax before their turn starts. This time can be spent wandering through the Guild's display tents, examining various weapons, armor, and adventuring gear, relaxing in one of the several ale tents, or warming up in one of the numerous training yards. Eventually, the PCs are brought to the location of the first scenario and are greeted by two Guild members. Kuthbar, a thin-faced wizard, casts *detect magic* one last time to search for illicit magic items. Meanwhile, a red-bearded fighter wearing a leather kilt, gives everyone a thorough frisk, looking for smuggled items like lockpicks or hidden blades.

Assuming nothing goes wrong ... the PCs are ready to begin!

SCENARIO #1: ONE GRIFFON

You are led through a door and into a long room, some ten feet wide and thirty feet long. A red line is painted across the floor at the midpoint of the room. On the far end of the room you see a strange beast, half lion and half eagle. Behind it stands a door. Centered on the door is a 3-inch metal disk with the numeral "1" engraved on it. The beast stares at you with a feverish intensity.

"You guys is Team Four, right?" asks Justin, the gruff Guild fighter in charge of this scenario. "Okay, listen up, then. See that door on the far side of the griffon?"

That's your goal. All you gotta do is get past the griffon and through the door within the next 15 minutes. Oh, and grab that metal disk with the '1' on it, while you're at it. Now, see that line on the floor? Soon as even one of you steps across that line, that ol' griffon is gonna attack you!

"Now, lucky for you, that ain't no ordinary griffon. Nope, it's one of them *figurines of wondrous power*, see? And that means there's a command word that'll turn him back into a little statue, right? Now then, see them cubbyholes up there?" Justin points to six indentations along the tops of the 10-foot walls at your end of the room. "Inside each of them cubbyholes is a card. If you get all six cards and put them together right, they'll tell you the word that'll deactivate the griffon. Here, you might want this mirror, too. Any questions from you lot? No? Then start!"

When running this scenario, present the players with a hand mirror of some type so that they can use it with the six "command word cards."

The room is 10 feet wide and 30 feet long, with a 10-foot ceiling and rough walls hewn from stone. Illumination is provided by four *continual flame* spells cast upon the sides of the longer walls. Each of the six cubbyholes is six inches wide, two inches tall, and three inches deep. The cubby-

Command Word Solution



holes are flush with the ceiling, and are all located on the contestants' side of the red line bisecting the room. The mirror provided for this scenario is a six-inch steel mirror.

Scoring: 10 points per PC that bypasses the griffon and makes it to the far side of the room by the end of the 15-minute time limit.

Solution: The PCs collect the six cards, assemble them together in the correct fashion (see the diagram provided), and say the command word ("apparalomu") which deactivates the *bronze griffon*. They then exit the scenario via the door on the far wall.

"The Hint": "The cards may not necessarily line up evenly."

DM Notes: A PC can make a Climb check (DC 20) to scale a wall and pull out the card from within a given cubbyhole. The cubbyholes are situated far enough apart that separate Climb checks must be made to retrieve each card. Optionally, a PC can climb onto another PC's back (or stand upon his shoulders or cupped hands) to reach into the cubbyhole and retrieve the card within. This requires a Strength check (DC 10) on the part of the PC supporting the other's weight, and a Balance check (DC 12) on the part of the PC doing the climbing and retrieving.

Each time a PC retrieves a card from a cubbyhole, present the player with one of the six "command word cards" provided for this scenario. It makes no difference which card is placed in which cubbyhole.

The hand mirror is not necessary to solve this scenario. It is provided because previous Challenges have included scenarios where symbols had to be reflected in a mirror to

Player Handout: Card A



Player Handout: Card B



Player Handout: Card C



Player Handout: Card D



Player Handout: Card E

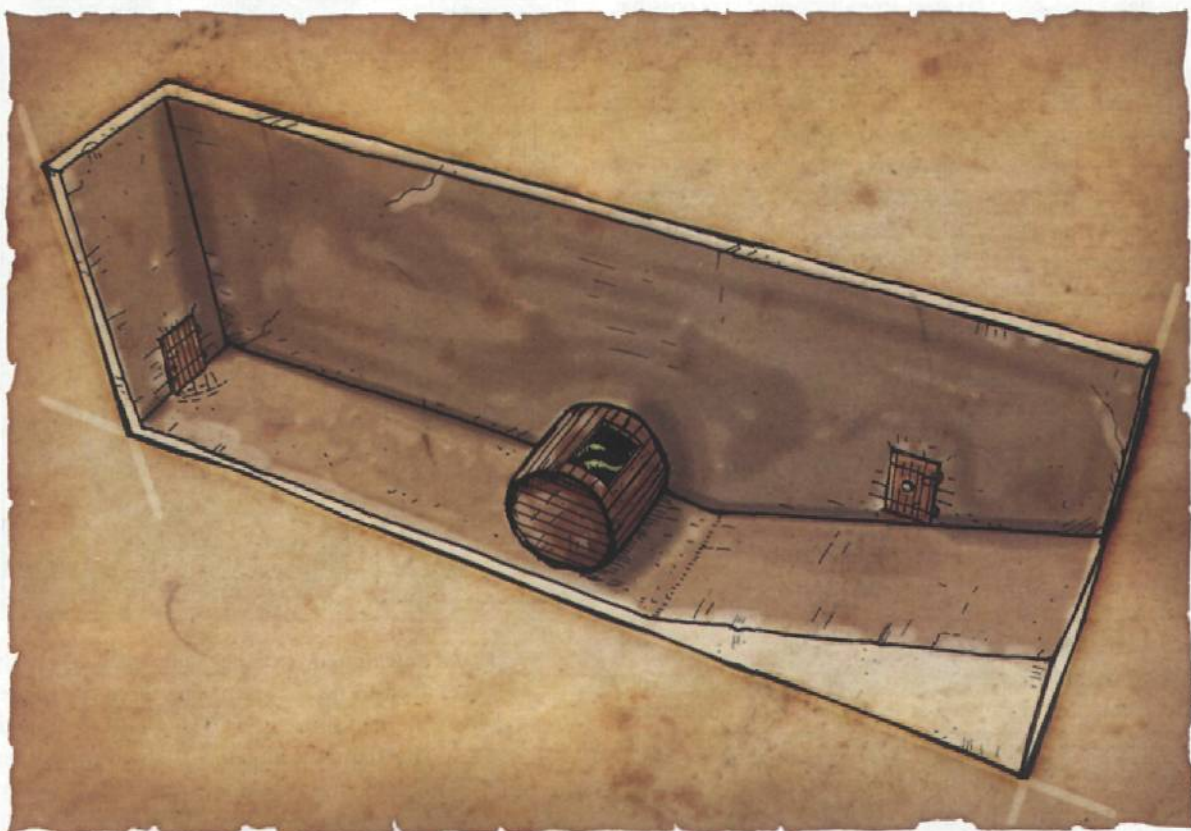


Player Handout: Card F



form the correct command word or clue necessary to complete a scenario's goal. This also drives home the fact that not all of the PCs' starting equipment is necessarily useful.

If a PC crosses the red line without first deactivating the bronze griffon, it immediately attacks. Justin (the *bronze griffon's* owner) calls it off if a PC is in danger of being killed; in such a case that PC is declared "dead" and the griffon is instructed to ignore that PC (at which point it then attacks the next-closest PC). The griffon ignores any PCs that exit through the door, but once a PC crosses the red



line the griffon is no longer constrained to stay on its side of the room.

The PCs may attempt to fight their way past the griffon if they desire. Justin's word is final as to when a PC is declared dead, but he won't declare someone dead until they are reduced to zero or fewer hit points.

➤ **Griffon:** hp 59; *Monster Manual* 139.

SCENARIO #2: TWO SERPENTS

You exit through the door at the far end of the previous scenario and are met by an elderly Guild cleric who introduces himself as Father Quespin. "Good morning, all," he beams as he escorts you to the next scenario. You move down a short hallway and through another door; the room beyond is 10 feet wide and 60 feet long, with a 20-foot ceiling. About two-thirds of the way down the room, a ramp rises up to the far wall. Halfway up the ramp, on the left side, is a closed door. This door also holds a metal disk, this time engraved with a "2." Blocking the path is a large wooden cylinder on its side. The cylinder extends nearly from wall to wall (there is an inch or so of clearance on either side) and has a diameter of 8 feet.

"Your goal this time is rather simple," Father Quespin tells you. "You must get past the cylinder and make it to

the door midway up the ramp. Some points of interest: The cylinder is hollow, and there is a rather large hole on the side currently facing the ceiling. This is unfortunate, for inside the cylinder are two highly poisonous serpents. The snakes are calm now, but if you move the cylinder you'll naturally rile them up. The serpents are highly aggressive and attack anyone they see. Anyone bitten by a serpent is declared 'dead,' I'm afraid, although I'll do my best to make sure that that is not truly the case.

"To assist you in your quest, here is a *ring of spell storing*. It contains two spells, *animal trance* and *hold animal*. Right. I believe that's everything you need to accomplish your goal, so if there are no further questions, you may begin. Good luck to you!"

The room is lit with four *continual flame* spells. Both spells in the *ring of spell storing* are cast at 3rd level.

Scoring: 10 points per PC that makes it past the serpents, up the ramp, and through the door by the end of the 15-minute time limit.

Solution: PC1 (wearing the *ring of spell storing*) holds the cylinder steady against the ramp, while PCs 2 and 3 give PC4 a boost up onto the top of the cylinder. (While up there, PC4 can see that the hole is 6 feet long, leaving a one-foot-wide section to stand upon at either end of the hole.) PCs 1

through 3 back off as far away from the cylinder as possible, leaving PC4 on top of the cylinder, against one of the side walls. PC4 then "walks" the cylinder toward the other PCs, "dropping" the hole toward them and allowing the serpents to escape from the cylinder on the side of the other PCs. PC1 waits until the serpents approach before casting the *animal trance* spell. While PC1 concentrates on keeping the serpents immobile, PC4 "walks" the cylinder one full revolution toward the PCs so that the hole is once again facing them. The PCs (including PC4, if he wishes) then enter the hollow cylinder and walk along its inner surface, rolling the cylinder toward the ramp until the hole faces the ramp. The PCs then exit the cylinder, walk up the ramp, remove the metal disk from the door, and exit.

"The Hint": "The cylinder can be moved in two directions."

DM Notes: Climbing onto the top of the cylinder requires a Climb check (DC 10). Walking along the top of the cylinder (and thus moving it in the opposite direction) requires a successful Balance check (DC 15). If a PC fails a Balance check by 5 or more, he falls. Roll a d6 to determine in which direction he falls: 1–2, away from the ramp; 3–4, toward the ramp; 5–6, onto the top of the cylinder. Note that if the hole is situated at the top of the cylinder when the PC falls, he may fall into the hole. Allow the falling PC a Reflex save (DC 15) to prevent himself from falling entirely into the cylinder; success indicates that he grabbed the edge of the hole. However, while he can pull himself out the following round, the serpents (if inside the cylinder at the time) get to attack.

Note that the *hold animal* spell only affects one of the serpents, and even then only lasts for a maximum of three rounds. This may have disastrous results if the PCs are inattentive. The *animal trance* spell, on the other hand, affects both serpents and lasts as long as the caster concentrates on keeping them tranquil.

Pushing the cylinder up the ramp requires a Strength check (DC 20). PCs may use the "aid another" rules (page 135 of the *Player's Handbook*) to gain a +2 bonus; up to two additional PCs may aid in this manner.

Due to the curve of the cylinder, when the hole is situated on the bottom there is enough room for the serpents to slither out in either direction. They always attack the closest PC. A PC bitten by a serpent is immediately declared "dead" for the rest of the scenario.

As these are normal vipers, the wild empathy ability can be used to calm the initially hostile snakes.

➤ **Medium Vipers (2):** hp 9 each, *Monster Manual* 280.

SCENARIO #3: THREE CLOAKS

A Guild wizard by the name of Mercurio awaits you at the third scenario. This one takes place in an oddly-shaped room: the floor is a 20-foot-diameter circle. The walls angle inward to the ceiling, which is also circular

but only fifteen feet in diameter. A trap door is set in the center of the ceiling. Painted on the floor is a spider web design that is covered with various letters and numbers. Three gray cloaks lie scattered around the edges of this design.

"Your goal this time is to escape this room within the next fifteen minutes through the trap door up there in the ceiling. The door pushes upwards, but getting up there may pose a problem. First of all, as you can see, the ceiling is twenty feet high. One of these cloaks may hold the answer: One is a *cloak of arachnida*, one is a *cloak of resistance*, and one is a *cloak of poisonousness*. Naturally, it's up to you to determine which is which. Do take care, though, for the *cloak of poisonousness* kills anyone who wears it. No exceptions. I point out that each of the cloaks has a six-letter word embroidered onto its back; perhaps you will find that useful in determining which is which. In any case, you now have all you need; you may begin!"

The room is lit with four *continual flame* spells. The web design is as shown in the diagram. The three cloaks are embroidered with the words "ENTOTU," "HROTRI," and "THOZNE." The slanted walls of this room cannot be climbed. Climbing the inward slope of the walls is nearly impossible, and requires a successful Climb check (DC 40).

Scoring: 10 points per PC that makes it through the trap door in the 20-foot ceiling by the end of the 15-minute time limit.

Solution: The PCs can use the letters and numbers shown on the web pattern to decipher the words embroidered on the cloaks. Each letter in the web is "shifted" a number of times along the alphabet to become another letter. For example, the "T" in the web has a "-1" above it. Thus, a "T" embroidered on a cloak stands for the letter one step in front of it in the alphabet, or "S." The "H" is associated with "+8," so start with "H" and count out 8 more letters, resulting in "P." Wrap around the alphabet (from "Z" back to "A") if necessary. The following table shows the solution to the cipher puzzle:

LETTER	SHIFT	RESULT
E	+13	R
H	+8	P
I	+5	N
N	-9	E
O	-6	I
R	-3	O
T	-1	S
U	-1	T
Z	+4	D

Deciphering the words on the cloaks reveals the words "POISON" ("HROTRI"), "SPIDER" ("THOZNE"), and "RESIST" ("ENTOTU"). One PC dons the *cloak of arach-*

nida (the one embroidered with the word "THOZNE") and uses it to cast a vertical web anchored on the floor and the ceiling, just to one side of the trap door. That PC then ferries each of the other PCs up the web and through the trap door in turn.

"The Hint": "The numbers show how many times you shift a letter, and in which direction."

DM Notes: If the PCs realize the solution lies in the letters and numbers on the web design but cannot figure it out for themselves, you can allow them a Decipher Script check (DC 20). They can take 20 on this check, but it costs them 2 minutes. If the check succeeds, you can read them "The Hint" at no penalty; in other words, they have figured out that much by themselves and are not penalized in their scores if they complete the scenario within the time limit. However, even if they know the "trick" in deciphering the embroidered words, you should have the players figure out each word by themselves. The players must do this in their heads, since their characters have no writing equipment with them.

Only the PC wearing the *cloak of arachnida* can climb the web without difficulty. Anyone else who attempts to climb the sticky web only becomes stuck. The PC wearing the *cloak of arachnida* can carry passengers on a web, as long as he is strong enough.

Of course, the PCs can just try their luck and put on random cloaks in order to figure out which one is the right one. Anyone who dons the "*cloak of poisonousness*" is immediately declared "dead," although the cloak itself is in fact nonmagical. Naturally, once the "*cloak of poisonousness*" is located, it can be avoided.

Mercurio stands by with a *feather fall* spell should anyone fall while climbing up through the trap door. When the PCs make it through the trap door, they see a metal disk engraved with a "3" waiting for them on the floor of the room they just entered.

SCENARIO #4: FOUR POTIONS

A Guild wizard named Mussfinch welcomes you at the start of the next scenario. "I'll need you to designate yourselves as team members 1 through 4, if you would, please..."

"Right. The room beyond is 40 feet tall and 20 feet per side. Midway up the walls are four triangular ledges, one in each corner, overlooking a pool of molten lava.



You will each be taken to a different ledge, where you'll be shackled at the ankle with a length of chain connected to the guard rail. You will each be given a potion vial. Each potion is different: One is a *potion of alter self*, one is a *potion of gaseous form*, one is a *potion of swimming*, and one is a vial of deadly poison. As you might expect, you must determine which vial contains which potion. Each of you will receive a key to one of the four shackles binding your ankles, although you won't necessarily get the key that opens your own shackle."

"You have 15 minutes to escape through the trap door in the center of the ceiling," Mussfinch informs you. "You may begin!"

Just before the scenario begins, Mussfinch gives each PC a separate vial and a key. Each potion vial is labeled with 12 letters on a 3 by 4 grid.

Inside the room, the entire area is lit with *continual flame* spells in such a way that the light seems to be coming from the "pool of molten lava" covering the floor. The chart on page 58 shows what each PC receives as his starting equipment.

Important Note: Give each player the appropriate card showing the letters on his or her potion vial. However, do not allow the players to show each other their individual cards, unless a character makes a successful Spot check (DC 30) to see the tiny card from a distance of 20 feet.

Scoring: 10 points per PC that makes it through the trap door in the ceiling by the end of the 15-minute time limit.

Solution: The PCs read aloud the letters on their potion vials, and determine the sentence formed when the letters are placed in the correct sequence, as follows:

P E S I
O G E N
T I C P

PC 3's Label

I N O O
O S N T
N W D I

PC 2's Label

C I L O
O T E N
L H T N

PC 4's Label

O T T A
R H E M
B E R E

PC 1's Label

Reading down the columns, the following sentence is formed: "POTION COLOR BEGINS WITH THE SECOND LETTER IN POTION NAME." Thus, the *potion of gaseous form* is the amber one (since the second letter in "gaseous form," "a," is the first letter in "amber." Similarly, the *potion of alter self* is light blue, the *potion of swimming* is white, and the poison is orange.

PC1 drinks the *potion of gaseous form*, escapes his shackles and flies over to PC3, and then dispels the effects of the *gaseous form* once he's on PC3's platform. He then drinks the amber *potion of alter self*, using it to assume a winged form. At that point, he can fly from PC to PC, trying the various keys until everyone is released from their shackles. PC1, still winged, then carries each PC to the trap door in the ceiling, and everyone exits.

"The Hint": "The labels form a sentence when placed together correctly."

DM Notes: As in the previous scenario, the PCs have nothing to write with, so

don't let the players write down other players' letters from their potion vial. They must work it out in their heads.

If a PC makes a successful Decipher Script check (DC 20), he can gain a clue to the solution of the puzzle. The PC can choose to take 20 on this check, but doing so costs 2 minutes. If the check is successful, inform the player that the four letter grids on the potion vials should create a sentence when placed in the correct order and read in sequence. Again, have the players actually do the work in determining the actual sentence

formed. They can call out the letters on their vials to the other players, but they can't show the other players their "potion vial label cards," unless two or more PCs are on the same platform.

The PCs may try to toss their potion vials or their keys to each other. A thrown key or potion vial has an AC of 16 while it's hurled through the air; if a PC misses the vial it falls to the floor and is lost as it is consumed by the "lava."

A successful Escape Artist check (DC 30) lets a character squeeze out of a shackle. Each Escape Artist check takes a full minute, taking 20 requires more time than the PCs are allowed to complete this scenario. PCs can attempt an Open Lock check (DC 30) on their manacles, using the key they were provided with as a "simple tool" (even though it's the wrong key). Remember to apply the -2 penalty due to a lack of proper lockpicks.

The following list shows which key opens which PC's shackles:

PC1 has Key A, which opens PC2's shackle.

PC2 has Key B, which opens PC4's shackle.

PC3 has Key C, which opens PC1's shackle.

PC4 has Key D, which opens PC3's shackle.

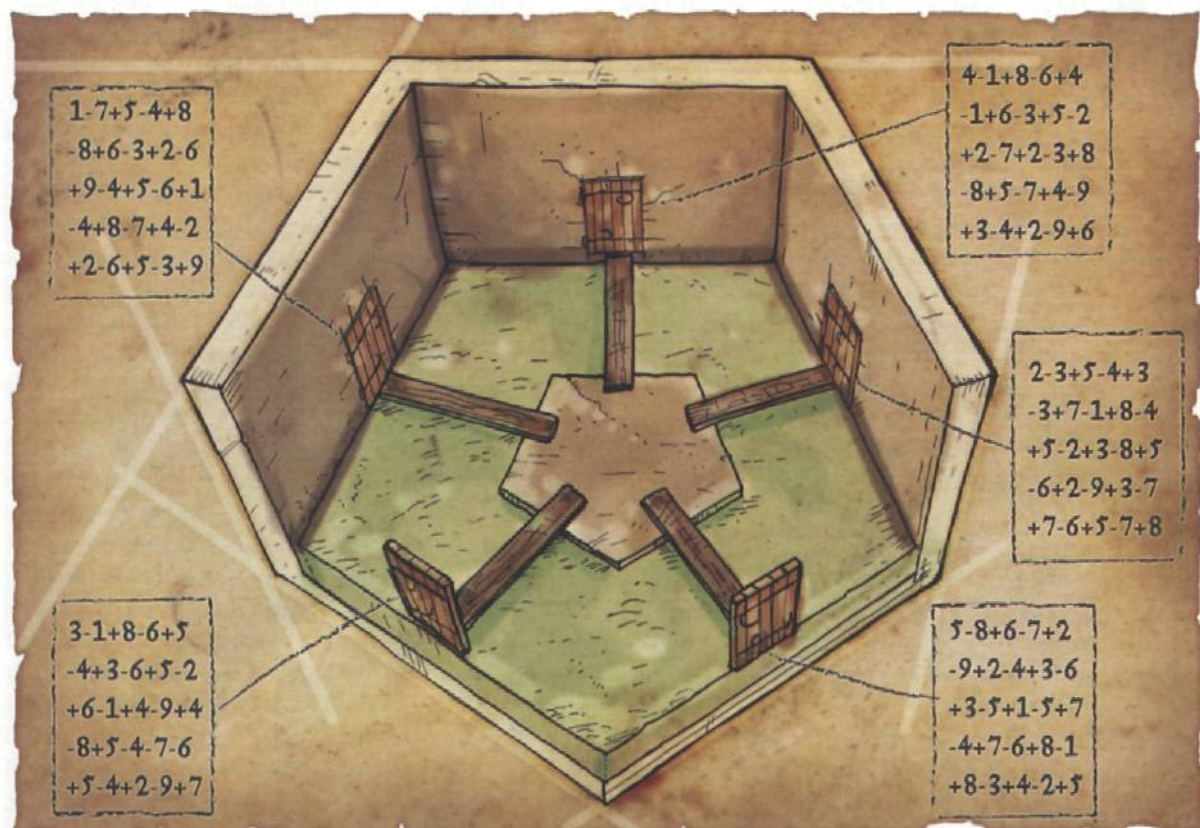
Of course, the PCs could simply drink their potions all at once. Doing so results in PC2 being declared "dead," but PC1 can fly to the ceiling in *gaseous form* and seep through the narrow crack around the trap door, and if PC3 uses the *potion of alter self* to not only give himself wings but also to make his body smaller, he can squeeze his foot out of his shackle and fly to the trap door. If time permits, he may even be able to figure out which key opens PC4's shackle and carry him up through the trap door.

Mussfinch is prepared to cast a *feather fall* spell on anyone who falls off a platform. Doing so instantly brings falling characters to "dead" status for the remainder of the scenario, as they are consumed by the "lava." The "lava" itself is actually a *permanent image*. The actual floor to the room is an additional 10 feet below the top of the "lava," and a PC falling through the illusion is ushered out of the area by Guild pages to meet up with his team at the start of the next scenario.

Any PCs still on a platform at the end of the 15 minutes are released from their shackles and carried through the trap door by Mussfinch. A PC that makes it through the trap door in time finds a metal disk engraved with a "4" waiting for them.

STARTING EQUIPMENT

	PC1	PC2	PC3	PC4
Potion color:	amber	orange	light blue	white
Label on vial:	OTTA RHEM BERE	INOO OSNT NWDI	PESI OGEN TICP	CILLO OTEN LHTN
Key:	Key A	Key B	Key C	Key D



SCENARIO #5: FIVE DOORS

Parnival, a Guild cleric, greets you at the start of the fifth scenario. He ushers you through a door and along a wooden plank leading into an unusual room. The room is pentagonal in shape, with a door in each of the five walls. The plank you walk on leads over a moat filled with water choked with green algae and onto a pentagonal island in the middle of the room. There, you are instructed to sit in a circle with your backs to each other and to link arms. As soon as you do so, the room plunges into total darkness and the pentagonal structure you're sitting on starts to spin, slowly at first and then more rapidly.

When the platform stops spinning, the darkness fades. The plank has been removed and the door through which you entered is now closed. All five doors look alike; there's no telling which is the one you came through.

"An interesting dilemma, no?" asks Parnival. "Your goal this time is to exit through the door in which you came. But which one is it? I'll tell you: Door #5. Furthermore, I'll tell you that Door #1 and Door #2 each have homunculi lurking behind them, which will attack you if you open those doors. Behind Door #3 is a *ring of spell storing* containing a *levitate* spell, and Door #4 contains the key to unlock Door #5. Aha! You now know that Door #5

is locked! It is, in fact, the only door that is locked, despite the fact that all five doors have keyholes.

"But how to tell which door is which? Observe: Each door has a mathematical equation painted upon it. Solve the equation, and it will tell you which door it is. Simplicity itself!

"Oh, and note the floor of the room surrounding your little pentagonal island of safety. Do you know what that greenish substance is? Green slime! Anyone touching the stuff must scrape it off immediately, or I'll be forced to intercede. If I have to save anyone from the green slime, I'll declare them 'dead' for the rest of the scenario. Fortunately for you, it cannot eat through stone and cannot move on its own, so you should be safe up there on your little stone platform.

"Let's see, is there anything else? Oh yes, your starting equipment." Parnival reaches into his Guild robe and pulls out a 10-foot coil of rope, followed by a familiar-looking ring. "This is another *ring of spell storing*," he says. "This one holds a *flesh to stone* spell; maybe it'll help you against one of the homunculi. In any case, you've now got everything you need. Begin!"

The entire area is lit by *continual flame* spells. Green slime covers the entire lower floor of this pentagonal room, which has been carved from stone. The slime does not coat the walls in the room or the sides of the island, just the

lower floor. The island stands 2 feet above the floor, with an 8-foot clearance directly overhead. It is 8 feet from a side of the pentagonal island to the nearest wall. All of the doors are wooden and swing inward into the rooms beyond; the hinges are on the opposite side and cannot be seen from inside the central chamber.

Scoring: 10 points per PC that makes it through Door #5 by the end of the 15-minute time limit.

Solution: The PCs examine the mathematical symbols on each of the doors and determine which door is which. PC1 puts on the *ring of spell storing*. PC2 holds one end of the rope while PC3 ties the other end around PC4's chest. PC4 then jumps toward Door #3, dropping to all fours for stability. PC1 casts *flesh to stone* on PC4, who voluntarily fails his save and becomes petrified (and therefore immune to the green slime). PC1 then crosses over to PC4's back while PCs 2 and 3 hold the rope steady at their end. PC1 opens Door #3, takes the second *ring of spell storing*, and casts *levitate* (the spell is cast at caster level 11, and can lift a Medium petrified creature but not a Large one) upon the petrified PC. PCs 2 and 3 pull PC4 back over to the pentagonal island with PC1 perched on PC4's back. PC1 steps from PC4 to the island and maneuvers the levitating PC4 toward Door #4. While PCs 2 and 3 hold the rope steady, PC1 pushes PC4 toward Door #4, lowers him to the ground, and then crosses over to him using the rope. Opening Door #4, PC1 removes the key, levitates PC4 into the air again, and is pulled back by PCs 2 and 3. The same procedure is used to return to the island and reposition PC4 in front of Door #5. PC1 crosses over to PC4 again, unlocks Door #5, and exits. PC2 crosses over to PC4 while PC3 holds the rope. PC2 exits. PC3 coils the rope and tosses it over to PC2, standing in the doorway of Door #5. PC1 levitates PC4 again and gives him a shove toward the island. PC3 steps onto PC4 and is dragged toward Door #5 by PCs 1 and 2. PC3 exits, and PCs 1 through 3 pull PC4 through the doorway. Since a petrified creature is not technically dead, full points are earned for a petrified creature that is brought out of the room.

"The Hint": "One of you can become an additional piece of starting equipment."

DM Notes: There is a shortcut to solving the mathematical puzzles on the doors. In each case, the first number and the last number add up to 10, the second number and next-to-last number add up to 10, the third number and third-from-last number add up to 10, and so on. In effect, these numbers cancel themselves out, leaving only the middle number intact. Once this formula is noticed, it becomes a simple matter to determine which door is which. Plus, if you forget which door is which it's then a simple matter to just look at the middle number.

A PC can make a successful Survival check (DC 15) to try to determine her orientation after being spun around in the darkness at the beginning of the scenario. While this

may help her pinpoint which door is the one she came through, Door #5 is still locked and requires the key from Door #4 to unlock it, so the knowledge is of limited value.

Throwing the rope across from the island to someone standing in a doorway requires a successful attack roll against AC 10 on the part of the catcher. If the catcher misses the rope, it falls to the floor and the portion of it touching the green slime is devoured on the second round.

If either Door #1 or Door #2 is opened, a homunculus flies out and attacks the PCs with its bite, hoping to cause one or more of them to succumb to its venom and fall asleep. Note that a PC that fails two Fortitude saves against a homunculus' venom could sleep through the rest of the scenario! The homunculi break off combat if they take any damage.

The doors are simple wooden doors with hardness 5 and 10 hp. Only Door #5 is locked; it has a Break DC of 15. The PCs might think of scooping some green slime onto one of the doors and letting it dissolve the door, but the biggest problem with this approach is they have nothing with which to safely handle the slime. (A resourceful PC might scoop up some slime with his shirt and quickly apply it to a door, but the slime eats through the shirt in one round, rendering it useless for further use. The Adventurers Guild doesn't replace articles of clothing "fed" to the green slime in this fashion.) Green slime deals 2d6 points of damage to wood but does not ignore the wood's hardness rating while doing so, so it might take a while to eat completely through.

At the end of the scenario, the green slime is scraped off of a petrified PC with a stone utensil and then a dose of *stone salve* is applied to restore him to his normal form.

The "5" disk is waiting for the PCs on the other side of Door #5, should they get it open in time.

➤ **Homunculus (2):** hp 11 each; *Monster Manual* 154.

SCENARIO #6: SIX-ARMED STATUE

"I'll need you to number yourselves off again, one through four, please," says Marilyssa, the Guild cleric proctoring the sixth scenario, as she leads you through a door onto a small, hexagonal platform. "This is where Team Member 1 starts," she says. "Team Member 2 starts there, Team Member 3 there, and Team Member 4 over there." She points to three other hexagonal platforms arranged in a half-circle around one side of the large, open area in which the scenario is staged. Another two hexagonal platforms complete the circle, and a seventh stands in the center of the ring thus formed. The central platform holds a stone statue of a demonic woman whose lower body is that of a giant snake. The statue wields a variety of weapons in her six arms. The platforms are all about 10 feet apart, and dark water flows between them.

"I must advise you all to stay out of the water," Marilyssa says, "for it has been stocked with swarms of



hungry piranhas that can strip the flesh from your bones in moments. Should you come under attack by the piranhas I will intercede, but naturally I will then have to declare you 'dead' for the rest of the scenario.

"You each have one piece of starting equipment, located in the trap door on the floor of your platform. You get to see what you start with once we actually begin the scenario. Your goal is to make it from your individual platforms to the exit at the far side between the two empty platforms. Please note the metal disk with the '6' engraved on it on the wall next to the exit.

"To make things a little more difficult, we've added a few complications to this scenario. The demon statue on the central platform animates and attacks if anyone or anything touches the floor of the platform on which she stands. I'll add that she's as dangerous as she looks: she might be made of stone, but those weapons of hers are bad news; a *flaming longsword*, a *javelin of lightning*, an *adamantine dagger* and *battleaxe*, a *dagger of venom*, and a *trident of fish command*. As a special condition of this scenario, once she's activated, anyone who takes a single blow from any of her weapons is 'dead.' No exceptions. Finally, one of the two empty platforms flanking the exit is safe, and the other is trapped. Anyone or anything touching it also animates the statue.

"Now then, if there are no questions, let's get you three over to your starting platforms, and then we can get this scenario under way."

This scenario is open to the outside air and is lit by the sun. Each of the seven hexagonal platforms measures 10 feet across, with a 10-foot gap between platforms. The water is a uniform 5 feet deep. The trap doors on the PCs' starting platforms are 2 feet square and open into a storage cavity. Marilyssa uses a *ring of water walking* to proctor this scenario.

Scoring: 10 points per PC that makes it to the exit by the end of the 15-minute time limit.

Solution: The PCs open their trap doors and retrieve their equipment: PC1 has a 10-foot ladder, PC2 has a 10-foot board, PC3 has a 10-foot rope, and PC4 has a 10-foot chain. PC3 coils the rope and throws it to PC2. PC1 hands the ladder over to PC2. PC2 places the end of the board over the end of the ladder so that they overlap by several feet, and uses the rope to tie them together. PC2 then extends the improvised bridge to PC1's platform. PC1 walks across to PC2's platform. The bridge is then placed between platforms 2 and 3, and PCs 1 and 2 cross to PC3's platform. The bridge is then placed between platforms 3 and 4, and PC4 crosses to platform 3. The PCs then extend the bridge to the statue's shoulder, and while PCs 1 and 2 hold it steady at

shoulder level, PC₃ boosts PC₄ up onto the bridge. PC₄ walks across to the statue, removes the *trident of fish command*, then crosses back to platform 3. PC₄ uses the *trident* to keep the piranhas at bay while the PCs swim (or walk) to the exit platform, keeping within 10 feet of each other at all times.

"The Hint": "You can use the statue's weapons if you can get to them without activating the statue."

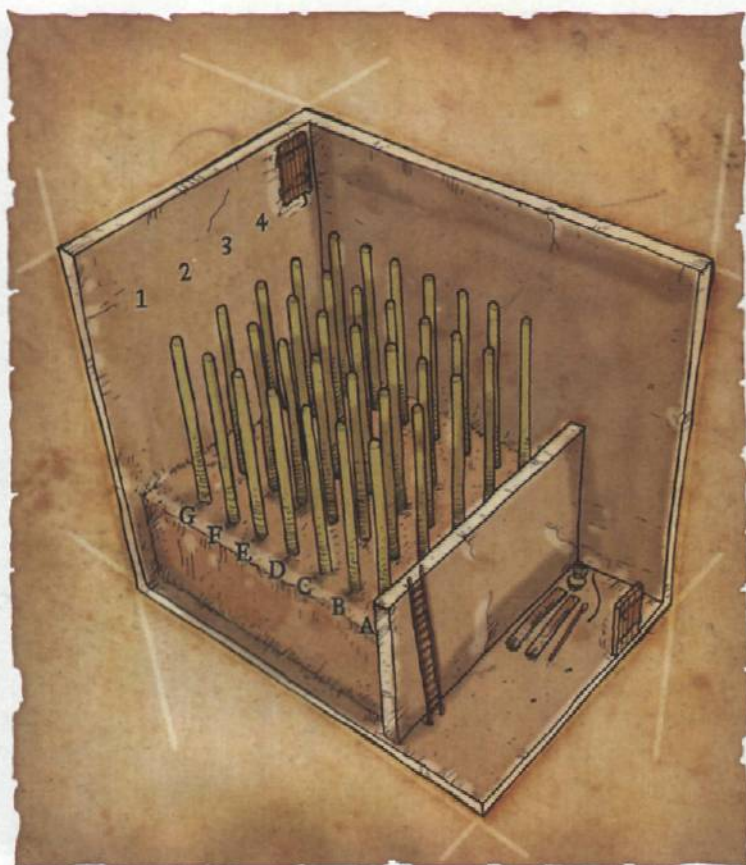
Time Constraints: It takes 5 rounds (30 seconds) to tie the board to the ladder securely with the rope.

DM Notes: The PC tying the board to the ladder must make a successful Use Rope check (DC 15) to make sure he ties the knot tight enough to support the PCs' weight. A failure of the Use Rope check means the knot comes undone when a PC gets to that part of the impromptu bridge, plunging him into the water to his "death." Crossing the bridge requires a Balance check (DC 10), with a failure by more than 5 points indicating that the PC has fallen into the water (at which time he is declared "dead" by Marilyssa). Note that the Balance check rises to DC 12 if the bridge gets wet. The "piranhas" don't attack objects that fall into the water. Actually, there are no piranhas in the water; they're just a starting condition of the scenario. When crossing from a starting platform to the statue, the PCs supporting the bridge must make a Strength check (DC 12) to keep their end steady. If the Strength check is failed, a PC on the bridge must make a Balance check (DC 20) to remain standing, with a failure by 5 or more points sending him falling into the water to be devoured.

Once the *trident of fish command* is in a PC's grasp, he can use it to keep the piranhas at bay. Despite the fact there are no actual piranhas in the water, Marilyssa rules that they do not approach within 10 feet of the *trident's* wielder. PCs must stay within 10 feet of the *trident* wielder to remain within its radius of protection; those who stray too far are eaten. A successful Swim check (DC 10) is required to swim to the exit.

The empty platform on the left is the trapped one; the right platform is safe to step upon. If the statue is activated, it attacks the nearest PC. As part of the conditions of this scenario, any PC struck once by the statue is immediately declared "dead" by Marilyssa and the statue moves on to its next victim. The statue does not attack anyone it has already hit once, even in self defense.

➤ **Animated Marilith Statue, Large Animated Object:** hp 52; SQ Hardness 8; *Monster Manual* 14.



SCENARIO #7: SEVEN BY FIVE

A Guild wizard named Scarrolupio proctors this scenario. He leads you through a door and up to a blank wall, against which leans a 15-foot-long ladder. On the floor by your feet lie two 10-foot boards, a small bag, a 5-foot length of silk cord, and a staff. "The bag is a tanglefoot bag, and the staff is a *staff of fire*," explains Scarrolupio. "I believe the other equipment should be self-explanatory."

The wizard points up to the top of the ladder, which you can see leads to an opening in the wall. "When the scenario begins, you'll have to climb to the top of the ladder to see the layout of the area you'll be dealing with. I'll give you the basics, though: you'll be crossing a roughly 25-foot by 35-foot room to get to the exit door on the far side. Naturally, there will be obstacles in your way, not the least of which is a layer of brown mold that covers the floor of the room. Careful with those boards, too, as they're only strong enough to support two of you at a time." Scarrolupio tells you the command words to activate the *staff of fire's* three main powers (*burning hands*, *fireball*, and *wall of fire*). With that, the scenario begins!

These areas (both the starting area and the 25-ft. by 35-ft. area on the far side of the door) are lit by a pair of *continual flame* spells.

Important Note: Do not show the players the scenario map until you've already started the 15-minute countdown. When a PC makes it to the top of the ladder, show his player the map and allow him to describe what his PC sees to the other players, but do not give them access to the scenario map until their PCs can actually see the area.

The scenario map is labeled with the letters A–G along one side and the numbers 1–5 along the top. This makes it easy to refer to a specific column.

Scoring: 10 points per PC that crosses to the exit area at the end of the 15-minute time limit.

Solution: PC1 climbs the ladder and describes what he sees to the others. PC2 climbs the ladder carrying one of the 10-ft. boards (designated "board 1"). PC1 places board 1 from columns A1–C1 and steps onto it. PC3 climbs the ladder with the other board ("board 2") and passes it to PC2 at the top of the ladder, who in turn passes it to PC1. PC1 places board 2 across columns D2–E3 and steps onto it. PC2 steps onto board 1, and PC3 moves to the top of the ladder. PC4 ties one end of the cord to an end of the *staff of fire* and the other to the tanglefoot bag, then climbs the ladder with it and passes it down the line to PC1 as well. PC1 wields the staff like a fishing pole to place the tanglefoot bag onto the top of column E5, then slams the end of the staff onto the top of the bag, bursting the tanglefoot bag and cementing the *staff of fire* in place across columns E4–E5. PC1 climbs onto column E4. PC2 advances onto board 2. PC4, standing in the doorway, pulls up the ladder, and PCs 3 and 4 maneuver it into the room, passing it down the line to PC1, who places it across the cemented *staff of fire* and the open doorway of the exit. PC1 then crosses the ladder to the exit, followed in turn by the other PCs.

"The Hint": "The ladder is useful for more than just ascending heights."

Time Constraints: It takes 5 rounds (30 seconds) to tie the tanglefoot bag securely to the *staff of fire* with the rope.

DM Notes: The 35 columns in the room are all about one foot wide and 14 feet tall, with a 4-foot gap between each. The entire floor of the room looks like it's covered with brown mold some 5 feet thick; this "brown mold" is in fact a *permanent image*. Anyone falling into the brown mold is declared "dead" by Scarrolupio (if not through the absorption of body heat, then by smothering in the mold). Furthermore, the mold can absorb heat at a distance of 5 feet, so its area of effect extends a full 10 feet from the floor, 5 feet below the tops of the columns. For this reason, using any of the fire-based spells from the *staff of fire* (which holds 10 charges) is not a good idea, since it causes the illusory brown mold to double in size (and thus extends the area of cold to one foot above the tops of the columns, where it affects any PCs standing there).

The walls of this scenario area (both inside the room and outside by the starting area) are too smooth to climb.

If more than two PCs stand upon a board at the same time, Scarrolupio uses a *shatter* spell to break the board, since that was one of the starting conditions of this scenario. The PCs can then make a Balance check (DC 20) to move onto an available column rather than fall into the brown mold below. In any case, the board is no longer available, making the completion of the scenario much more difficult.

This scenario can actually be accomplished without using any of the starting equipment (besides the ladder), but it is much more dangerous. A PC can jump from column to column if he desires. However, each jump requires a separate Jump check. The columns are all 4 feet apart (and about 5 feet apart diagonally), and due to a lack of room all of the jumps are standing jumps. At the end of a jump, the PC must make a Balance check (DC 10) to remain standing on the column.

The "7" disk hangs on the wall just inside the exit doorway.

SCENARIO #8: EIGHT BOOTS

"Well, this next scenario ought to be fun," remarks Julian, the Guild wizard in charge of the next event. He leads you to a unfurnished 20-foot-square room. There are only two ways into and out of the room: the door through which you just entered, and a trap door in the center of the ceiling.

"Yes, it's another 'escape through the trap door in the ceiling' scenario, I'm afraid. It seems Guildmaster Farthingale has rather a fondness for such events, doesn't he? This trap door is a little more complex to open than the others, though. It requires two people to toggle four different levers at the same time. In any case, this shouldn't be too bad. You've got four pairs of magic boots to help you get up there: *boots of levitation*, *boots of striding and springing*, *boots of speed*, and even a pair of *winged boots*. The trouble is, they've all been jumbled together so there's no telling which boot is which."

Sure enough, looking down at the jumbled boots, you can tell that they all look identical save that four of them are "righties" and four are "lefties." You do notice that they have been labeled "1" through "8" on the backs of their heels, which should help you keep them straight as to which is which.

"Naturally, you must be wearing a complete set for their magic properties to be used," continues Julian, "and furthermore, we've made each pair so that they won't work until the wearer speaks the correct command word aloud. Never fear, I've got the command words written down right here." With that, he presents each of you with a word written on a card. "It's up to you to determine which command word goes with which pair of boots. Simple enough, no? You may begin!"

The room is lit by four *continual flame* spells. The eight boots are all identical in appearance. The trap door on the ceiling opens upward into the room above.

Important Notes: You might wish to create some props to help your players visualize this scenario. This can be simply done by taking eight brown grocery bags and labeling them "1" through "8" with a magic marker. Write "LEFT FOOT" on the odd-numbered bags and "RIGHT FOOT" on the even-numbered bags. Then, when the players have their PCs try out different pairs of boots, you can have them actually place the bags on their feet.

Also, give each of the players a command word card at the start of the scenario, but ensure that you hand them to them so they read "MONNONOW," "SONWIX," "XINNIZIM," and "SOINWOS." Be careful so you do not drop them or make it obvious that they form words when viewed both right-side-up or upside-down.

Scoring: 10 points per PC that makes it through the trap door in the ceiling by the end of the 15-minute time limit.

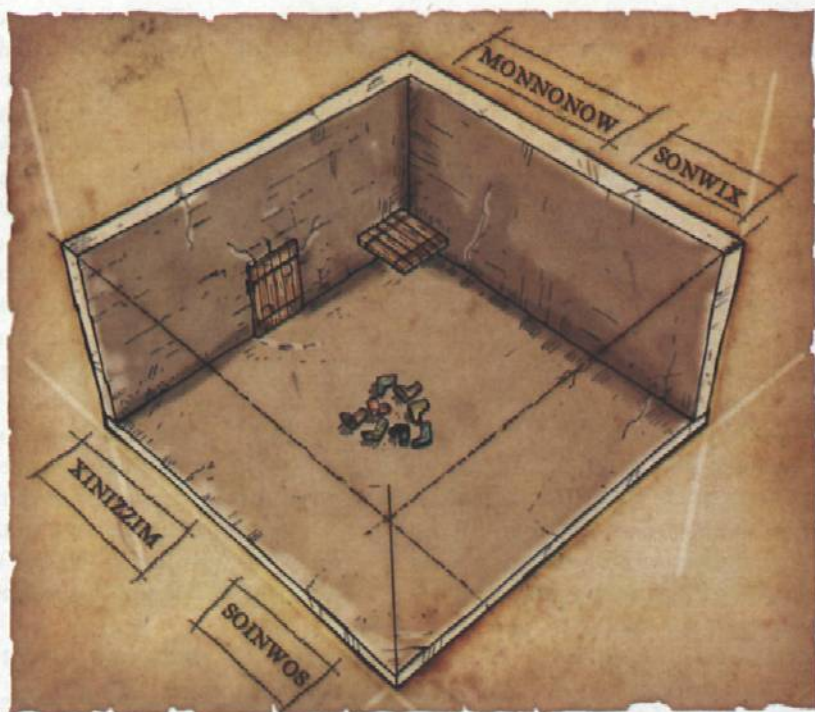
Solution: Through trial and error, the PCs try on each possible combination of boots and command words, eventually identifying the *boots of speed*. When none of the other command words work on the other possible pairs, the PCs turn their "command word cards" upside down and use those as the command words, eventually identifying the *boots of levitation* and the *winged boots*. The PCs wearing those boots fly up, open the trap door on the ceiling, and then carry the other PCs through the exit.

"The Hint": "Each card holds two possible command words."

DM Notes: Note that "MONNONOW" and its flip-side "MONONNOW" are phonetically the same, so the command word works no matter which way the player is reading that card. The matching of the correct command words to the correct boots is as follows:

Command Word	Left Boot	Right Boot	Boot Type
MONNONOW	5	4	<i>Speed</i>
XIMNOS	1	8	<i>Levitation</i>
WIZZINIX	7	2	<i>Striding/Springing</i>
SOMNIOS	3	6	<i>Winged</i>

Opening the trap door requires two people; it's not heavy or difficult, but it forces there to be two people up there to open it. Waiting on the other side of the trap door is a metal disk engraved with the number "8."



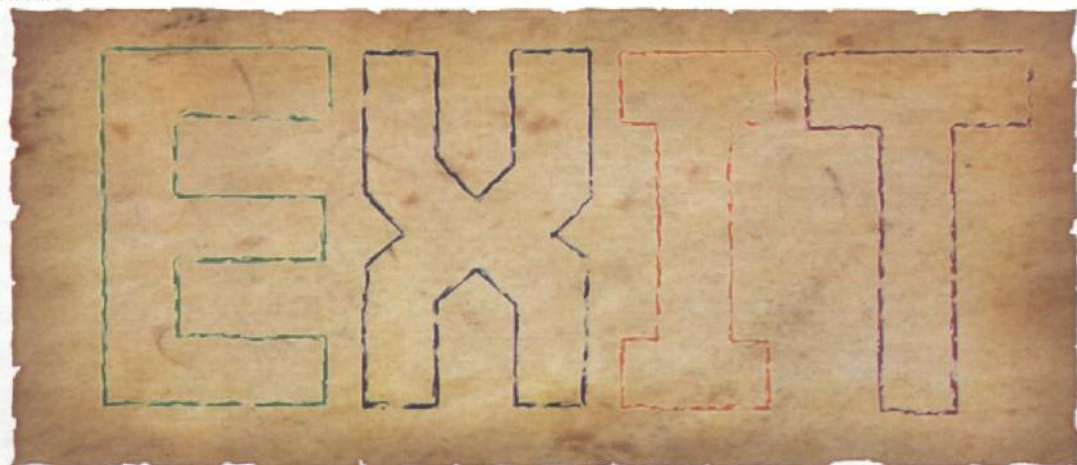
SCENARIO #9: NINE STROKES

"I'm Luther," says the Guild rogue in charge of the ninth scenario. "I hope you guys like puzzles, because that's pretty much what this next scenario's all about. Come on into the room, and I'll explain what you'll be dealing with."

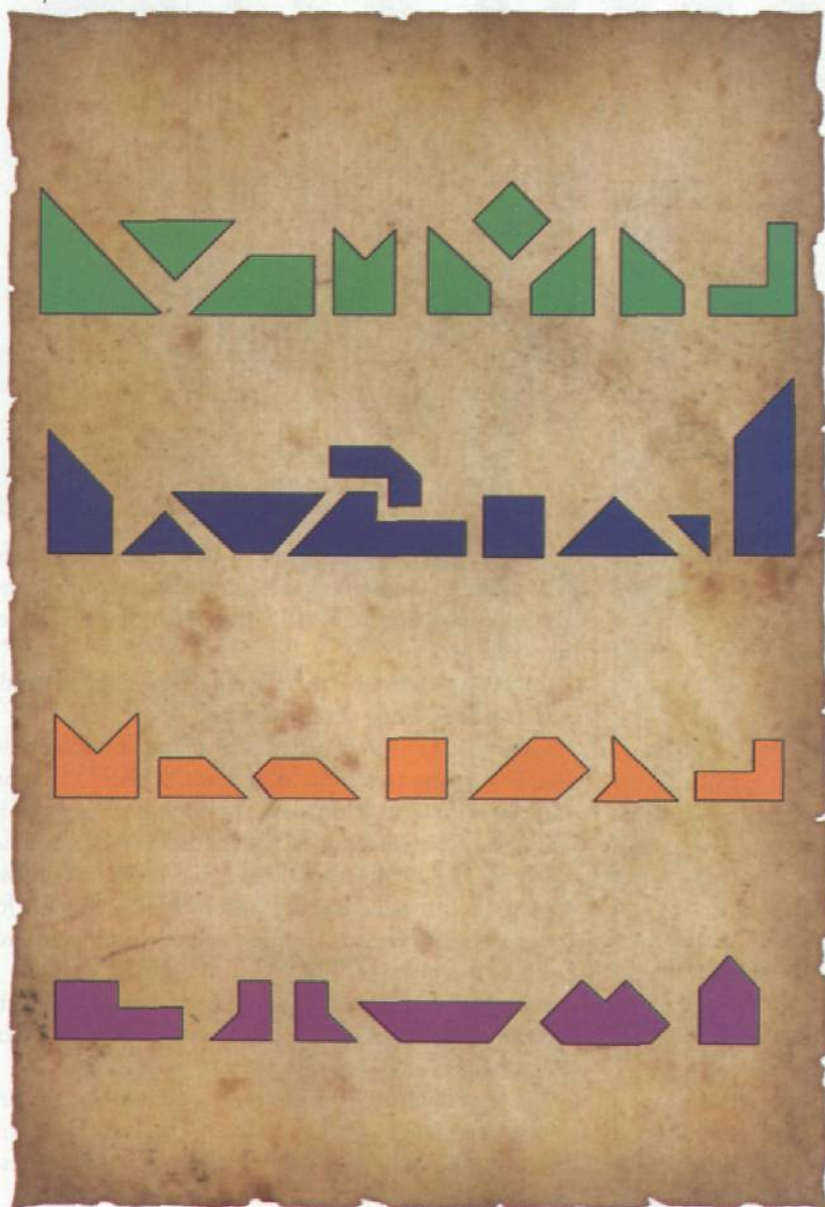
You follow him inside a 10-foot-square room and he shuts the door behind you, locking it. "This door is now officially off limits," Luther informs you. "Your task is to make your way through that door over there." Luther points to a blank wall in front of you. You see no door, just the outlines of the word "EXIT" in green, yellow, blue, and red. "'Course, it's a magical door. It's not really even there yet; to make it appear, all you got to do is put these puzzle pieces into the correct locations to spell out the word 'exit.' Here, you be the green guy," he says, handing out a small bag of green metal puzzle pieces of varying shapes and sizes. "You can be yellow," he says, handing out a bag of yellow puzzle pieces, "you can be blue, and you can be red."

"I only got one more thing to explain, and that's the name of this scenario. No doubt you've noticed the names have all started with a number, huh? Well, this one's no different. 'Nine Strokes,' it's called. Anybody know why? It's 'cause it takes nine strokes to write the word 'exit' in capital letters. Okay, kind of a stretch, I admit, but I guess old Farthingale wanted to keep the pattern alive. You guys ready? Then go! You got fifteen minutes!"

The room is lit by four *continual flame* spells. One PC starts with 9 green puzzle pieces, one with 7 yellow puzzle



Player's Handout



pieces, one with 9 blue puzzle pieces, and one with 6 red puzzle pieces. The pieces are all metal. The "E" is outlined in green, the "X" in yellow, the "I" in blue, and the "T" in red. Each of the letter plates is magnetic, allowing the puzzle pieces to stick to them.

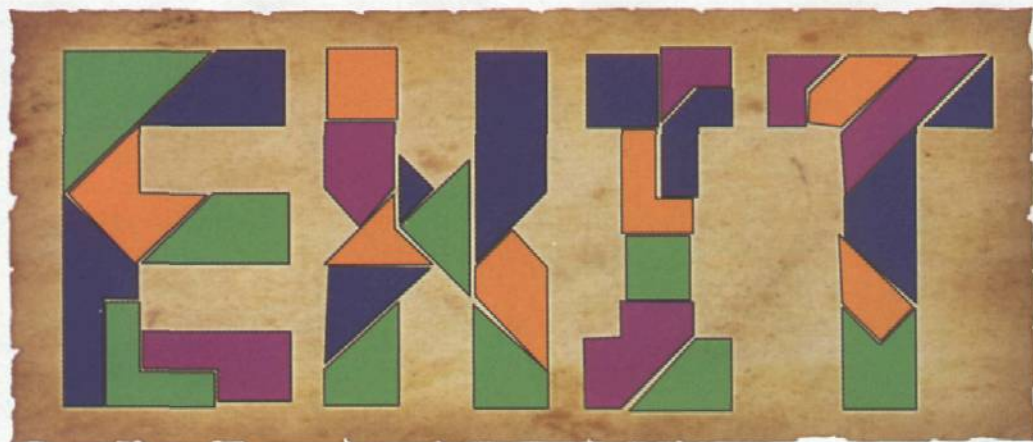
Scoring: 10 points per PC that makes it through the exit door by the end of the 15-minute time limit.

Solution: The PCs assemble the pieces together in the correct fashion to form the letters in the word "EXIT," ignoring the colors of the pieces.

"The Hint": "Ignore the colors of the puzzle pieces."

DM Notes: This is a potentially frustrating scenario for the players, because care has been taken to ensure that the total surface area of the puzzle pieces of a given color equals that of the same-colored letter. Therefore, it looks like they should all somehow fit.

Consult the diagram for the correct solution to the puzzle. Note that with this many pieces, other combinations are surely possible. As long as the pieces are in their original form (and right-side-up; the colored side must be up or the puzzle piece does not stick to the letter) and



all of the spaces in the letters have been filled, a doorway appears in the middle of the wall. The door opens easily, and inside the PCs find a metal disk engraved with a "9."

SCENARIO #10: TEN DISKS

A Guild cleric named Lydric welcomes you into the final scenario. "I imagine you've been wondering what all of those metal disks have been about, haven't you?" he asks. "Well, you're about to find out."

Lydric consults a score sheet passed to him by a Guild page, indicating the score your team has attained thus far. You see checked boxes on the score sheet indicating which metal disks you have gotten during the previous scenarios. "We're doing things a little differently this year," Lydric remarks. "In earlier Challenges, a team member earned either 10 points or none for each scenario. Last year, we added 'The Hint' and the possibility of earning only 5 points each. This year, for this scenario, we're breaking it down even further. You can only earn as many points as your team has previously gathered metal disks, plus one. If you successfully complete this last challenge, you'll get credit for the previous disks you've gathered, and this one as well. Now, come with me, please."

Lydric leads you into a small room, empty but for a statue and another closed door. The statue is of a female goblin sitting on a crude high throne carved from solid rock. "This is Sheela the She-Goblin, a powerful sorcerer in her own right. She was a force to be reckoned with in her time, and even now, years after her death, she has influence over many lives. Yours, for instance. The spirit of Sheela the She-Goblin must be appeased if you expect to pass through the exit door unscathed."

Lydric hands you 11 metal disks. Nine of them are numbered "1" through "9" and are identical to the metal disks you've seen in the previous scenarios. The last two are numbered "1" and "0" and collectively rep-

resent the tenth scenario. "Note the ten circular indentations along the base of the statue," says Lydric. "Ten of these disks fit there. If you have chosen the correct ten disks and placed them in the configuration that most pleases Sheela the She-Goblin, then the eleventh disk opens the door. You need only place the leftover disk on the circular indentation on the door and say the command word, 'Sheela.'" Lydric chuckles. "She always was something of a vain old thing," he explains.

"It seems simple enough, doesn't it? Here's the final catch: if the ten disks are not in the correct sequence to please Sheela the She-Goblin's vainglorious spirit, she will strike out from the dead and slay whomever placed the last disk into the door slot. Choose wisely, my friends, for you only get four attempts! You may begin!"

The room is lit by four *continual flame* spells. The statue of Sheela the She-Goblin glares down at the contestants from an overall height of 8 feet (half of which is her stone-carved throne).

Important Note: Give the players the 11 disks as hand-outs at the beginning of this scenario.

Scoring: "X+1" points per PC that makes it through the door within the 15-minute time limit, where "X" is the number of metal disks attained in prior scenarios (even if only one team member made it to the disk at the end of the scenario). Thus, if the team made it to 6 previous number disks, those surviving this scenario each earn 7 points (6 points for their previous victories, and one extra point for finishing this one).

Solution: Taking a clue from Sheela's vanity (which Lydric mentioned twice), the PCs arrange the metal disks to spell out the word "she-goblin" with the numbers.

This leaves only the "8" disk, which is placed into the circular indentation on the exit door. The PC who placed it there says the command word "Sheela," the door opens, and the PCs exit.



"The Hint": Due to the different scoring method involved, there is no hint for this final scenario. The players are on their own!

DM Notes: Several of the disks are interchangeable. For example, it doesn't matter which of the "1" disks is used as a hyphen and which as the letter "I" in "GOBLIN," nor does it matter whether the "6" or "9" disk is used as the "G" or "B." The "5" can be used either as-is or upside down to form the "S," and the "2" can be on lying on either side to form the "N." The important thing is that the word "SHE-GOBLIN" is legible. In fact, since the "8" can also be logically interpreted as a capital "B," the following is also an acceptable alternate solution.



Note that if this configuration is used, either the "6" or the "9" disk will be the "leftover."

You can have a PC make a Decipher Script check (DC 20) to realize that some of the numbers look like they could be used as letters. Do not point out which letters they could be though; let the players figure that out for themselves.

If the PCs choose an incorrect configuration, a bolt of energy fires from the statue and unerringly strikes the PC who placed the leftover disk on the door and spoke the command word "Sheela." This is actually the work of Guild illusionists under the effects of *improved invisibility* spells; one casts a *silent image* of a beam of energy lancing

out from the statue and striking the PC, at which point that PC is declared dead. The *silent image* spell is cast using the Silent Spell metamagic feat.

Several times in past Challenges, the solution to the final scenario was "hidden" in the names of the ten scenarios, and examining the names as they appeared on the score sheet was the key to solving this final puzzle. Obviously, this is not the case this time, but if the PCs ask to see the score sheet, Luther gladly hands it over for their inspection.

CONCLUDING THE ADVENTURE

Once the PCs complete the final scenario, a Guild page escorts them to a tent similar to the one where they first

ROUNDING OUT THE TEAM

If the PCs are short a teammate or two, they can meet up with any of the four extra PCs described here. These extra PCs are all 1st level and have avoided signing up together as a team because they fear they don't have the experience needed to perform well in the contest. Each one would be more than willing to join a more experienced party.

Feel free to use these extra characters to fill out the party for the purpose of this adventure; once the adventure is over they can either stay on as NPCs or go their separate ways, as best fits your campaign. In any case, you shouldn't use the extra PCs to provide input during the scenarios.

☛ **Tiadre Caelyth, Male Elf Wiz1:** CR 1; Medium humanoid (elf); HD 1d4-1; hp 3; Init +6; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +0, Grp -1; Atk/Full Atk -1 melee (1d3-1 nonlethal, unarmed strike); SA spells; SQ summon familiar; AL LG; SV Fort -1, Ref +2, Will +3; Str 8, Dex 14, Con 9, Int 16, Wis 12, Cha 12.

Skills: Concentration +3, Knowledge (arcana) +7, Listen +3, Search +7, Spellcraft +7, Spot +5.

Feats: Improved Initiative, Scribe Scroll.

Languages: Common, Elven, Gnome, Goblin, Sylvan.

Born into a family of elves known for their archery skills, Tiadre prefers the study of the arcane arts. Quiet, brooding, and oftentimes aloof, Tiadre is not antisocial; merely introspective.

☛ **Indywort Muckwallow, Female Halfling Drd1:** CR 1; Small humanoid (halfling); HD 1d8+1; hp 9; Init +2; Spd 20 ft.; AC 13, touch 13, flat-footed 11; Base Atk +0; Grp -5; Atk/Full Atk -1 melee (1d2-1 nonlethal, unarmed strike); SA spells; SQ animal companion, nature sense, wild empathy +1; AL N; SV Fort +4, Ref +3, Will +5; Str 9, Dex 15, Con 12, Int 10, Wis 15, Cha 11.

Skills: Climb +1, Jump -5, Knowledge (nature) +4, Listen +6, Move Silently +6, Survival +6.

Feat: Dodge.

Languages: Common, Halfling.

Indywort is equally at home in either forest or swamp,

and does not fear getting muddy or dirty in the least. City-dwellers remain a strange breed to Indywort, people to be pitied for their lack of understanding of the true beauty of nature in all of its aspects.

☛ **Green Mantis, Male Human Mnk1:** CR 1; Medium humanoid (human); HD 1d8+1; hp 9; Init +2; Spd 30 ft.; AC 13, touch 13, flat-footed 11; Base Atk +0; Grp +1; Atk +1 melee (1d6+1, unarmed strike); Full Atk -1/-1 melee (1d6+1, unarmed strike); SA —; SQ —; AL LN; SV Fort +3, Ref +4, Will +3; Str 13, Dex 14, Con 12, Int 11, Wis 12, Cha 11.

Skills: Balance +6, Climb +5, Jump +5, Listen +5, Swim +5.

Feat: Dodge, Run, Stunning Fist.

Languages: Common.

Green Mantis has an eponymous insect tattoo on each forearm and now answers only to that name, a custom of the monestary that provided years of combat training and discipline. Now Green Mantis explores the world in a voyage of self-discovery.

☛ **Dorin Silvervein, Female Dwarf Ftr1:** CR 1; Medium humanoid (dwarf); HD 1d10+2; hp 12; Init +3; Spd 20 ft.; AC 13, touch 13, flat-footed 10; Base Atk +1; Grp +2; Atk/Full Atk +2 melee (1d3+1 nonlethal, unarmed strike); SA —; SQ —; AL NG; SV Fort +4, Ref +3, Will -1; AL NG; Str 13, Dex 16, Con 14, Int 11, Wis 9, Cha 8.

Skills: Climb +5, Craft +2 (related to stone or metal only), Jump +0.

Feats: Power Attack, Weapon Focus (greataxe).

Languages: Common, Dwarven.

Clan Silvervein is named for the streak of silver that runs through their member's hair at an early age; Dorin is no exception to this rule. Unlike many dwarves, Dorin values speed over strength.

The statistics above describe the four extra PCs as they appear for the 5th Annual Challenge of Champions. If you wish to make them permanent additions to the party, you'll have to outfit them with weapons, armor, spells, and the like, but these concerns are outside the scope of this adventure.

SCORE SHEET

Team Name: _____

	Scenario	PC 1	PC 2	PC 3	PC 4	Total
#1	ONE GRIFFON ☐ Disk 1	_____	_____	_____	_____	_____
#2	TWO SERPENTS ☐ Disk 2	_____	_____	_____	_____	_____
#3	THREE CLOAKS ☐ Disk 3	_____	_____	_____	_____	_____
#4	FOUR POTIONS ☐ Disk 4	_____	_____	_____	_____	_____
#5	FIVE DOORS ☐ Disk 5	_____	_____	_____	_____	_____
#6	SIX-ARMED STATUE ☐ Disk 6	_____	_____	_____	_____	_____
#7	SEVEN BY FIVE ☐ Disk 7	_____	_____	_____	_____	_____
#8	EIGHT BOOTS ☐ Disk 8	_____	_____	_____	_____	_____
#9	NINE STROKES ☐ Disk 9	_____	_____	_____	_____	_____
#10	TEN DISKS	_____	_____	_____	_____	_____
	TOTAL	_____	_____	_____	_____	_____

TEAM RESULTS TEAM SCORES (BY SCENARIO)

NAME	1	2	3	4	5	6	7	8	9	10	Total
Band of Blue Blades	40	30	40	30	40	30	40	40	40	40	370
Dangerseekers*	40	40	40	40	0	40	40	40	40	36	356
Megron's Irregulars	40	40	40	40	40	20	40	40	40	0	340
Griffons	40	30	40	40	15	40	40	40	40	0	325
Team Pegasus*	40	40	40	40	0	0	40	40	40	32	312
Shieldbreakers*	40	30	40	40	0	30	30	40	40	18	308
Gray-Haired Wonders	40	40	30	10	40	30	40	0	40	27	297
Clan of the Claw*	0	30	30	20	0	40	40	40	40	32	272
Street Orphans	0	40	30	30	0	40	30	20	40	24	254
Company of the Spider	40	40	40	0	0	0	40	40	40	0	240
Roughhousers	10	20	30	20	0	40	40	40	0	32	232
Devil Dogs	40	40	20	10	20	40	20	0	0	32	222
Tiny Terrors	40	20	40	20	0	0	20	40	40	0	220
Drunken Revelry	10	30	30	10	0	15	20	40	0	0	155
Bisquayne's Absolutely Final											
Army And This Time I Really Mean It*	0	20	15	5	0	30	20	0	0	0	90

* These teams were part of the betting pool.

CHALLENGE OF
CHAMPIONS V

gathered this morning. The members of the three teams that finished the contest ahead of them wait there as well. Bisquayne and his teammates argue noisily in the corner, engaged in a vociferous discussion about where exactly the blame should be placed for their poor showing. It is difficult to make out individual voices as everyone talks at once, but phrases like "total incompetence," "completely useless," and "better off without you," are hurled about with abandon. It seems Bisquayne's problem-solving skills leave something to be desired, at least in the eyes of his teammates.

In the meantime, the members of the other two teams approach the PCs. They're eager to compare scores, see who's winning so far, and trade suggestions as to how each of the scenarios could have been accomplished the easiest. Every 15 minutes or so, another team finishes and joins the groups in the tent. Several trays of refreshments are provided, but none of the contestants are allowed to exit the tent until all of the groups have navigated all ten challenges.

Once all the teams have finished the scenarios, everyone is ushered outside and before an audience eager to hear the results of the contest. The contestants are arranged in a semicircle around a wooden platform. Up to the platform steps Farthingale, the rotund Guildmaster of the Adventurers Guild. He says a few opening remarks praising the prowess of this year's competitors, and then begins the award ceremony. The third-place team is called up first. Each member is given a bronze medallion engraved with their standings. Next, the second-place team is announced and their medallions presented. Finally, the winning team is announced. As Farthingale calls the team up to the stand, applause rips through the audience as they cheer for the winners. Four trophies and first-place medallions are passed out to the winning teammates, and congratulations are made all around.

In order to determine the first-, second-, and third-place winning teams, compare the point totals gained by the PCs to the other groups, as summarized on the following table.

The members of the winning team each receive a bronze trophy engraved with their names, their team name, the year, and "Challenge of Champions V" along with the Adventurers Guild crest. The trophy is topped with a double-sized representation of the "r" disk wreathed in laurel leaves. The trophy is worth 50 gold pieces. The winning team also receives lifetime memberships into the Adventurers Guild.

The winners of the first-place trophy, along with the second- and third-place teams, each receive brass medallions of their own. Each medal has the winner's name engraved above the crest and the date below it, and is worth 1 gp.

There are also other less tangible benefits to having participated in the 5th Annual Challenge of Champions. Since the Adventurers Guild keeps records on everyone who enters the contest, those who did particularly well may be asked to join future Guild expeditions. The Guild is always

looking for an extra adventurer able to pull his or her own weight. (This is an easy way to draw the PCs into further adventures.) In addition, some of the other competitors may very well end up as close friends or party members (or possibly even hated rivals) as a result of their meeting with the PCs during the contest.

At this point the contest is officially over, and the celebration begins in earnest. Merchant wagons provide all manner of food and drink, musicians and entertainers keep a festive atmosphere until late in the night, and the Thieves Guild oversees the payment of the numerous bets that were placed on the various competitors. Unnoticed amid all the celebrants, Farthingale and several of his close associates confer in whispers. "I have had a couple of interesting ideas for next year's Challenge," he says with a smile...

EXPERIENCE AWARDS

The "Challenge of Champions" series is a bit different from most adventures in that the scenarios are artificial; the PCs are in no real danger, no matter what the sneaky Guild illusionists would have them believe. In addition, little treasure is to be gained when compared to standard D&D adventures. An attempt has been made to make the scenarios equally challenging to PCs of any level, as successfully completing a scenario's goal depends more upon player creativity than PC combat abilities or spell repertoire. For this reason, "Challenge of Champions" is an excellent adventure for a group of PCs who might have a little more material wealth than their character levels would otherwise indicate.

Each scenario should be assigned a CR equal to the average party level. If the PCs completed a scenario, they earn XP equal to that CR award; if they failed a scenario, they earn no XP for that award.

Johnathan would like to thank his playtesters, Tom Martin ("Dr. Midnight" on the EN World Messageboards), Josh and Melissa Tapley, Doug Uhlig, and John Edson, whose valuable inputs helped fill up a couple of holes in a few of the scenarios - thanks, guys! Ω

THE COWARDLY ABOLETH WITHDRAW DEEPER INTO THE EARTH, AND THE ELEMENTALS CLAIM NEUTRALITY--

--BUT WHERE IS MANGLECRAMPS AND HIS SUPPOSED MIRACLE WEAPON?

INDEED, SISTER ARAKA. OUR PLANS HINGE ON THE ULOLOK. AN IDIOT DROW FROM MY GUILD SERVES AS A GUARD IN THE BEHOLDER'S CITADEL. PERHAPS HE CAN PROVIDE INFORMATION.

LADY NAHG, WHAT SAY THE AVALOKIA UNION?

WE DOUBT THE CARCERIAN HAVE ANY INTEREST IN OUR NECROPOLIS. MY MASTERS MAINTAIN THAT THESE TYRANT DEVILS TARGET THE LAWLESS ELEMENTS OF THE OUBLIETTE.

HOWEVER THE DEAD WILL ONLY COME TO DEFEND THE CITY IF NEED BE.

WHAT GREATER AFFRONT TO THE LAWS OF NATURE THAN THE VERY EXISTENCE OF THE UNDEAD.

OUR PREOCCUPATION WITH THE OVERBRIGHTERS HAS DISTRACTED US FROM MORE SINISTER THREATS.

THIS INCURSION THREATENS US ALL. KALRO, FIND THIS DROW.

WITHOUT THE ULOLOK, WE ARE VULNERABLE TO THESE INFERNAL JAILERS. WE MUST USE CARE.

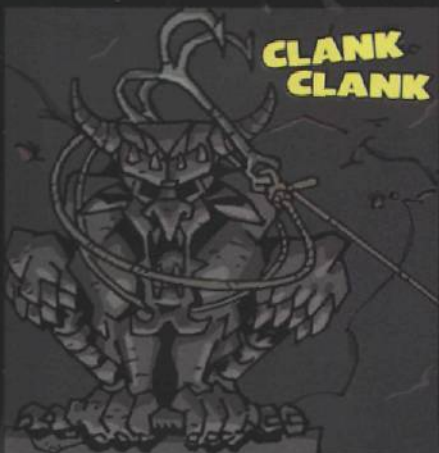
ALREADY OUR ENEMIES PROBE US FOR WEAKNESSES.

IF THERE IS ONE THING THE PRINCE OF THIEVES CANNOT ABIDE, IT IS A CLUMSY SPY WITH NOISY THOUGHTS!

THOOOM



**CLANK
CLANK**



"THE ULLOK. MAMMOTH
OF DISCORD. A POWERFUL
DAEMONIC ARTIFACT.
'AN ENGINE OF CHAOS.'
BEYOND THAT, DESPITE
MY NETWORK, I KNOW
NOTHING. NOTHING, AT
LEAST, THAT YOU
CAN AFFORD."



IT DISTURBS ME THAT
IT FELL UNHERALDED
FROM THE SKY INTO
YOUR HANDS.

YOU WERE FOOLISH
TO BRING SOMETHING
SO VALUABLE INTO
THIS PLACE.



I'LL SAY
IT AGAIN.
SELL IT.



YOU KNOW,
FOR SOME MIGHTY
CHAOS-BATTERY
I'M NOT ~~NOT~~ IMPRESSED.



IZANK THE
CURSED!

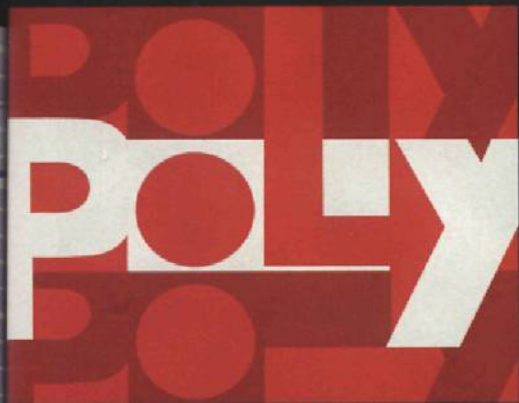


DOWNER,
PAL, YOU GOTTA
HELP ME!



**TO BE
CONTINUED**

WHAT IF IT'S ALL TRUE?



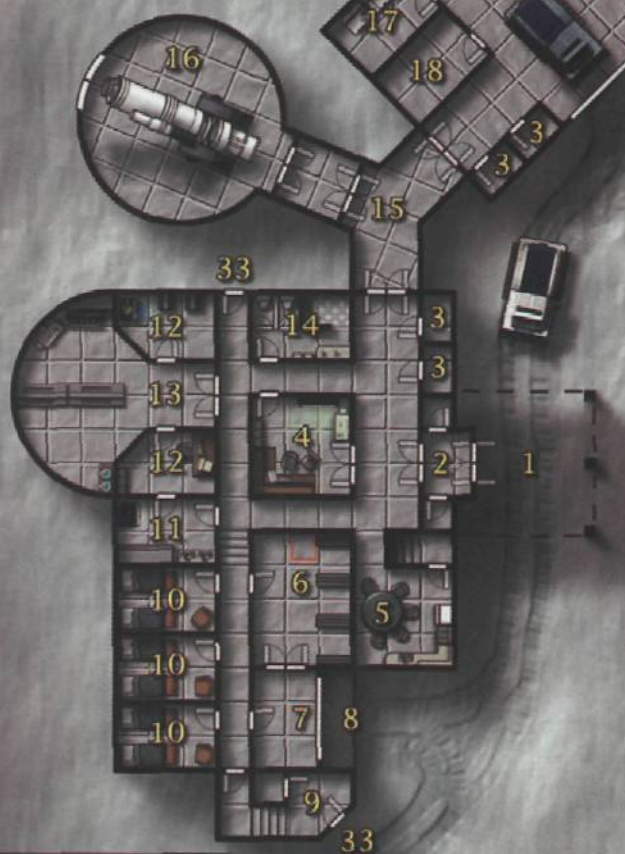
DARK MATTER

Polyhedron 167



SHADES OF GREY

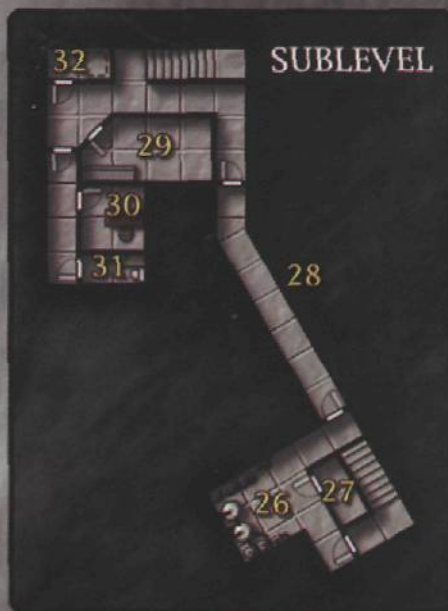
- KEY**
- 1) Sheltered Entranceway
 - 2) Main Entrance Foyer
 - 3) Storage Closets
 - 4) Communications Center
 - 5) Mess Hall
 - 6) Sample Storage Area & Floor Hatch
 - 7) Receiving Room
 - 8) Loading Dock
 - 9) South Entrance Foyer
 - 10) Staff Quarters & Bunk Beds
 - 11) Testing Laboratory
 - 12) Auxilliary Laboratory
 - 13) Main Research Laboratory
 - 14) Restroom & Shower
 - 15) Connecting Passage



- 16) Observatory
- 17) Laundry Room
- 18) Parts Storage Room
- 19) Garage
- 20) Workshop/Rec Room
- 21) Exterior Storage Domes
- 22) Greenhouse
- 23) Power Station Control Room
- 24) Furnace Room
- 25) Fenced High-Voltage Area
- 26) Water Treatment Room
- 27) Circuit Breaker Room
- 28) Access Tunnel
- 29) Restricted Laboratory
- 30) Administrator's Office
- 31) Private Restroom
- 32) Supply Closet & Ceiling Hatch
- 33) Emergency Exits

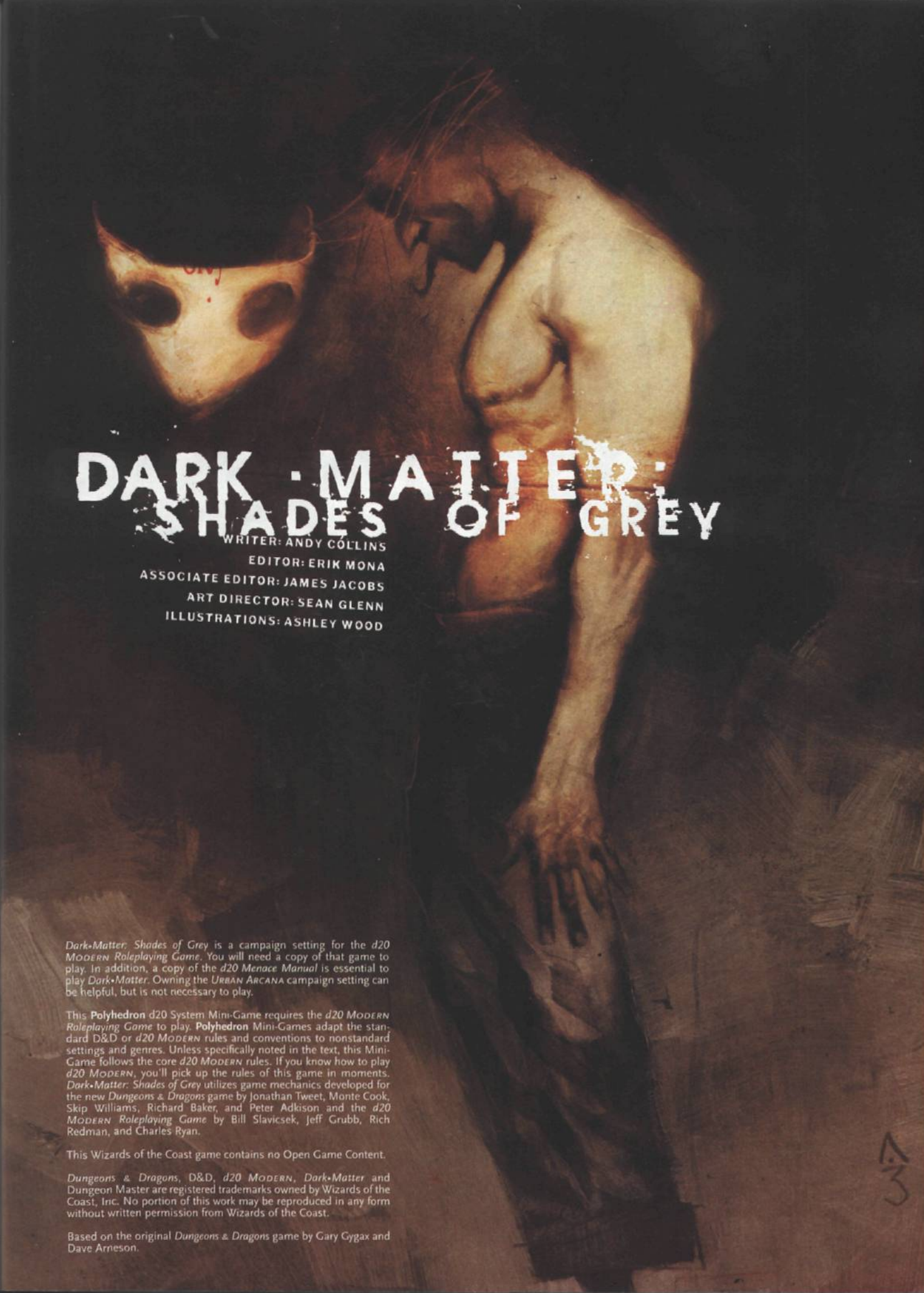


Arctic Research Station



1 square = 5 feet

WEST



DARK - MATTER: SHADES OF GREY

WRITER: ANDY COLLINS

EDITOR: ERIK MONA

ASSOCIATE EDITOR: JAMES JACOBS

ART DIRECTOR: SEAN GLENN

ILLUSTRATIONS: ASHLEY WOOD

Dark-Matter: Shades of Grey is a campaign setting for the *d20 MODERN Roleplaying Game*. You will need a copy of that game to play. In addition, a copy of the *d20 Menace Manual* is essential to play *Dark-Matter*. Owning the *URBAN ARCANA* campaign setting can be helpful, but is not necessary to play.

This *Polyhedron d20 System Mini-Game* requires the *d20 MODERN Roleplaying Game* to play. *Polyhedron Mini-Games* adapt the standard D&D or *d20 MODERN* rules and conventions to nonstandard settings and genres. Unless specifically noted in the text, this Mini-Game follows the core *d20 MODERN* rules. If you know how to play *d20 MODERN*, you'll pick up the rules of this game in moments. *Dark-Matter: Shades of Grey* utilizes game mechanics developed for the new *Dungeons & Dragons* game by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, and Peter Adkison and the *d20 MODERN Roleplaying Game* by Bill Slavicsek, Jeff Grubb, Rich Redman, and Charles Ryan.

This Wizards of the Coast game contains no Open Game Content.

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Based on the original *Dungeons & Dragons* game by Gary Gygax and Dave Arneson.



What if those stories of unexplainable events, laughed off by all of us as nightmares or fairy tales, weren't so imaginary after all? What if the crackpot claims about alien visitors and men in black turned out to be genuine? What if the strangeness really was out there, and it was getting worse?

Welcome to a world just slightly different from our own, where what can't possibly be true has quietly been replaced by what truly is possible. A world where shadowy players spin a web of lies and half-truths to keep the public blissfully ignorant of the horrible truths that lurk in dark places. A world where knowledge is simultaneously the ultimate weapon and the ultimate curse, and where the comfortable hues of black and white blend in a decidedly uncomfortable manner. A world where the dark tide is rising, and you're one of the chosen few who can hold it back, if even only for a little while.

Welcome to the day after tomorrow. Welcome to the world of Dark•Matter: Shades of Grey.

The heroes of the *Dark•Matter: Shades of Grey* setting work for a quiet, private institution called the Hoffmann Institute. Those in the public who even know of the Institute's existence believe it to be a think tank devoted to developing new technologies, particularly in the field of alternative energies.

You know better. The Hoffmann Institute's public face conceals a secret agenda: the investigation of paranormal phenomena ranging from back-alley psychics to rituals of dark magic to the illicit activities of honest-to-God alien creatures, right here on Mother Earth. The goal? Nothing less than the preservation of the human race.

You work as a field operative for the Hoffmann Institute, rooting out the truths behind urban legends, tabloid stories, and ancient myths alike. Following the truth isn't easy—you may find yourself in the back alleys of Istanbul one day and the sewers of Chicago the next. It isn't safe—just about every other government, corporation, or organization in the world would like to get its hands on what you know, and they're more than willing to break a lot of laws to do it.

And of course, it certainly isn't glamorous. You don't get any parades or medals. You don't get to read newspaper stories about how you and your team kept a team of saurian assassins from knocking off the vice president on his fact-finding trip to Egypt. You can't even tell your family that you missed last Thanksgiving dinner because you were

chasing Men in Black through downtown Las Vegas while dressed as an Elvis impersonator.

But then, you didn't join the Hoffmann Institute to become a celebrity, or to be safe, or even to have it easy. You joined because of your special talents, your keen insight, and your driving need to know the truth.

Ah, the truth. Elusive prey, the truth. So many nasty realities getting in the way. It's surprising, really, how

Part One

HEROES OF DARK•MATTER

few people are actually interested in the truth. Oh, sure, they all say that's what they want—the media looking for your money, politicians looking for your votes and your money, and the general public because that's what the media and politicians tell them they should want (right before asking them for their money).

But show them a glimpse, just a tiny peek behind the tightly woven curtain of lies and self-deceit that hangs before their eyes, and what happens? They call you a troublemaker, a crackpot, or even a traitor. That's because they don't want *the* truth, they want *their* truth, and that's all the difference in the world.

Hearing their truth isn't enough for you, and that's why you're here—working side-by-side with those who share your thirst for what's real, rather than what's accepted. It's often a terrifying ride, but you wouldn't have it any other way.

THE DARK TIDE

If all this were just a search for the truth, though, you wouldn't be any different than the UFO-chasers who give your quest a bad name. No, it's far more serious than that. In fact, the fate of the entire human race may well be at stake.

Hoffmann researchers claim that the ebb and flow of psychic, arcane, and even cryptozoological phenomena throughout history is connected to the presence of a mysterious and undetectable substance known as "dark matter." As the level of dark matter in a particular region of the galaxy—dubbed "the dark tide" by Hoffmann scientists—rises, the occurrence of paranormal events increases dramatically, and vice versa.

I SHALL AWAIT YOUR INSTRUCTIONS IN THE MATTER.



Some researchers claim that the dark tide's rise and fall also influences the pace of cultural and technological advances. Apparently, just as this dark tide unlocks previously hidden psychic talents, makes ancient magic rituals function once again, and triggers strange biological mutations, it also enhances human creativity and ingenuity.

Unfortunately, these dark tides don't tend to end well. Without fail, they result in strife, natural disasters, and other catastrophic events before ebbing away into history. Hoffmann researchers suggest that the destruction of Atlantis, the fall of the last Egyptian dynasty, and the Crusades themselves can all be traced to high-water marks of the dark tide.

Of course, dark matter itself can't be measured, but its effects on the world can be tracked and theorized. After decades of painstaking investigations around the globe, the Hoffmann Institute has come to the conclusion that the latest rise of the dark tide, which began more than two centuries ago, threatens to reach the highest levels in recorded history. The explosion in unexplainable events, sightings of unidentified creatures, and sheer weirdness over the past few decades point to an inescapable conclusion: The world is heading for a catastrophe of titanic proportions.

Oh, and the Institute isn't the only group who saw this coming. Centuries ago, the Maya asserted that the world that we knew was actually the fifth version that had existed. Four previous worlds had been created and destroyed, and indeed our fifth epoch also had an "expiration date" scheduled, when a terrible cataclysm would wipe out humanity. The date for this event? December 23, 2012.

The ultimate goal of the Institute, then, is a simple one: Ensure that humanity survives the cosmic shift due to occur in a mere handful of years.

That's a tall order, to be sure, and nobody expects you to accomplish it single-handed. Your job is to gather information, to retrieve important artifacts of ancient or alien origin, and to protect humanity from those forces who don't share the Institute's altruistic aim. Let the higher-ups worry about how it all fits together; that's their problem. You? You're on the front line of the battle, fighting to make sure they have the time and resources to win the war.

WORKING FOR THE HOFFMANN INSTITUTE

Obviously, working for the Hoffmann Institute isn't like your ordinary day job. That said, it can at times bear a striking resemblance to exactly that, with the

obligatory paperwork, travel itineraries, meetings, videoconferences, and bureaucracy that comes with a sprawling organization. Indeed, most employees of the Institute work long hours not terribly dissimilar to a corporate executive or government researcher, whether chained to a desk or in a lab coat.

Thankfully, you don't have one of those jobs. You're a field agent, assigned to casework that sends you out of the office on a regular basis. Sometimes the job is as simple as picking up a report on the link between toxic waste disposal and mothman attacks; other cases may lead you into steaming tropical jungles in search of a heretofore unknown species of giant reptile. But whether tracking down alien artifacts in Antarctica, Bigfoot sightings in British Columbia, or crazed cultists in Calcutta, you go where the Institute needs you to go.

Nobody knows exactly how the Institute finds new members—it's not like it advertises job openings (at least not openly). There's no denying that it recruits a wide range of operatives, from wily street punks who've seen something unexplainable to staid librarians who spend their hours poring over dusty tomes of ancient lore. Occupations favored by the Institute in its would-be agents include academic, adventurer, criminal, dilettante, doctor, investigative, law enforcement, military, religious, and technician. They recruit an equal mix of Charismatic, Dedicated, Fast, Smart, Strong, and Tough heroes, as well as heroes of advanced classes as befits the need of the missions. Soldiers, Martial Artists, and Bodyguards are recruited as "muscle" for a job in which the Institute is concerned about the potential for conflict. Infiltrators, Investigators, Negotiators, Telepaths (see "Agents of PSI" in Chapter 9: Campaign Models of the *d20 MODERN Roleplaying Game*) and Field Guides (see Advanced Classes, below) are all critical in getting the team of agents past the various obstacles standing in their way. The talents of Field Scientists, Techies, Occultists (see "Shadow Chasers" in Chapter 9: Campaign Models of the *d20 MODERN Roleplaying Game*) and Antiquarians (see Advanced Classes, below) are needed in order to divide truth from fiction, and if things get bad, there's no telling how useful the talents of a Field Medic or Gunslinger might prove. While the Institute tends to shy away from the spotlights that follow high-Reputation characters such as Personalities or Daredevils, sometimes fame can be the perfect cover for an operative.

Two things all these recruits have in common is some experience with the paranormal, and the burning

ALIEN TECH FEATS

Two new feats that appeared in the *d20 Menace Manual* are available to *Dark-Matter* characters at the GM's option.

ALIEN CRAFT OPERATION

The character is proficient at operating one type of spacecraft utilized by certain alien species. The GM will determine what types are available.

Prerequisite: Pilot 4 ranks.

Benefit: The character takes no penalty on Pilot checks or attack rolls made to operate a craft of the selected type.

Normal: A character without this feat takes a -4 penalty on Pilot checks made to operate a spacecraft that falls into any of these types, and on attack rolls made when using the weapons of such a spacecraft.

Special: A character can gain this feat multiple times. Each time the feat is taken, select a different type of alien craft.

ALIEN WEAPONS PROFICIENCY

The character is proficient with alien weapons.

Benefit: The character takes no penalty on attack rolls when using any kind of alien weapon.

Normal: A character without this feat takes the -4 nonproficient penalty when making attacks with an alien weapon.

need to know more. Hoffmann has no interest in recruiting the simpleton who sells his alien-abduction story to cash in on the talk show circuit, nor does the Institute have faith in the scientist who dismisses reports of strange occurrences without a second thought. These individuals lack the drive that sets a Hoffmann employee apart from the rest of humanity. Sure, the Institute might investigate that alien-abductee's claim, or consult the scientist on matters within her specialty, but they'll never be more than case numbers.

RESOURCES AND ACCOUNTABILITY

As a trusted field agent for the Hoffmann Institute, you can count on a wide array of resources to aid you in your missions, from the obvious (security dossiers, transportation, surveillance gear, and the obligatory

untraceable firearms) to the not-so-obvious (fake IDs, portable satellite telephones, demolitions kits, and bail money). In general, if the Institute thinks you'll need it, you'll get it, and usually without even having to ask.

Agents can also requisition specific items for use on missions. The Institute has an effective Wealth score of 35 (military), but that doesn't mean that the heroes can simply take whatever they want. Instead, use the "Requisitioning Equipment" rules in Chapter 4: Equipment in the *d20 MODERN Roleplaying Game*.

That said, the Institute isn't a bottomless pit of money with no accountability. Agents must meticulously track their use of Institute resources, right down to the last bullet fired at the raging yeti. Furthermore, abuse of Institute resources is a dire offense, punishable by censure, fines, or even suspension.

SECRECY

The Hoffmann Institute depends upon the discretion of its employees at all times. In essence, it has all the security problems of a multinational corporation combined with those of a government intelligence agency. All operatives, whether field agents or office workers, must swear an oath of secrecy concerning the Institute's true nature and activities. It's whispered that higher-ranking members must submit to periodic evaluations by a team of psychics to ensure loyalty.

Employees who don't take this oath seriously may find their security clearances within the Institute revoked, their pay docked, or their posting changed from downtown Chicago to Nome, Alaska without even a chance to pack a bag. The threat of "permanent debriefing" may well only be an urban legend within the walls of the Institute, but stories persist, passed down from senior agent to raw recruit, about rogue agents who were "disciplined" with lengthy sessions of psionic torture before being dumped in alleyways, virtually lobotomized by the experience. Regardless of the truth, the message is clear: You do not talk about the Institute with those outside the Institute.

CONSPIRACY HUNTER'S GUIDE SIDEBARS

These sidebars appear throughout the text. Each one briefly describes a particular conspiracy, illuminati group, or other threat that Hoffmann agents might face, and includes a few clues to alert wary agents of what they might be up against. Feel free to let players read these sidebars, particularly those playing characters who are knowledgeable of conspiracy theories.

CONSPIRACY HUNTER'S GUIDE: THE FREEMASONS

Perhaps the most widely accepted conspiracy in the world today, the Free and Accepted Order of Masons has countless headquarters around the globe. It poses as a fraternal organization dating back only a few hundred years, but legend holds that its higher-ranking members have access to vast storehouses of occult information that stretch back into the ancient past.

Regardless of its actual age, the Masons have had a distinct hand on shaping the modern world. Many of the Founding Fathers of the United States were Masons. The Washington Monument, the Pentagon, and even the eye-and-pyramid logo on the dollar bill itself are all Masonic symbols.

Clues: Symbols associated with the Masons include the pyramid, the pentagon, and the obelisk. The numbers 5 and 33 are both very significant to Masons. They often hold Utopian ideals, and though they ally themselves with religious groups, are suspected of having more of a mercenary need for such organizations.

It's up to you to decide how much of the information is true, of course.

CHARACTERS

Dark•Matter: *Shades of Grey* uses the familiar rules from the *d20 MODERN Roleplaying Game*. All the basic and advanced classes from the rulebook are used, as well as a smattering of prestige classes previously published.

The *Dark•Matter: Shades of Grey* setting adds two new advanced classes, the Antiquarian and Field Guide, and four new prestige classes: the fiend-summoning Diabolist, the magical Hermetic Adept, the wise and faithful Visionary, and the master of alien technology, the Xenoengineer. These six new classes are described below, and are available to heroes who qualify for them with their GM's permission. In some cases, the GM may decide that entry is more difficult than merely meeting a set of numerical requirements—these classes may require access to secret knowledge, training by reclusive tutors, and the like.

Advanced Classes

The two new advanced classes in *Dark•Matter: Shades of Grey* are almost diametrically opposed in their tactics. The Antiquarian favors a quiet life, surrounded by dusty tomes of ancient lore. The Field Guide, on the other hand, is at his best in the thick of danger, surrounded by unfriendly locals.

Antiquarian

The Antiquarian lives in libraries, museums, and other storehouses of old knowledge, poring over every scrap of information she can find. Most Antiquarians prefer a life of quiet research and reflection, though many surprise themselves by getting into situations requiring much more bravery than they thought they had.

Select this advanced class if you want your character to be a font of potentially useful lore, long-forgotten stories, and ancient secrets perhaps best left untold.

The fastest path into this advanced class is from the Smart hero basic class, although other paths are possible.

REQUIREMENTS

To qualify to become an Antiquarian, a character must fulfill the following criteria.

Skills: Decipher Script 6 ranks, Knowledge (arcane lore, history, or theology and philosophy) 6 ranks, Read/Write Language (any two), Research 6 ranks.

CLASS INFORMATION

The following information pertains to the Antiquarian advanced class.

HIT DIE

The antiquarian gains 1d6 hit points per level. The character's Constitution modifier applies.

ACTION POINTS

The Antiquarian gains a number of action points equal to 6 + one-half her character level, rounded down, every time she attains a new level in this class.

CLASS SKILLS

The Antiquarian's class skills are as follows.

Computer Use (Int), Decipher Script (Int), Diplomacy (Cha), Knowledge (arcane lore, history, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Research (Int), Search (Int), Speak Language (none).

Skill Points at Each Level: 7 + Int modifier.

CLASS FEATURES

The following features pertain to the Antiquarian advanced class.

ANCIENT KNOWLEDGE

The Antiquarian has a storehouse of useful and not-so-useful knowledge in her brain. As a full-round action she can spend an action point and make a special level check (1d20 + Antiquarian level + Int modifier) to see if she knows something potentially helpful regarding a current dilemma. The result of this check never simply solves the character's problem, but may give her a hint as to the significance of a place, time, or thing. The GM determines the Difficulty Class of the check by referring to the table on page 84.

BONUS LANGUAGES

At 2nd level, the Antiquarian may add a language to those that she knows. She immediately gains the Speak Language and Read/Write Language skill for the chosen language.

The Antiquarian gains another bonus language at 5th level and again at 8th level.

BONUS FEATS

At 3rd, 6th, and 9th level, the Antiquarian gets a bonus feat. The bonus feat must be selected from the



TABLE 1-0: ANCIENT KNOWLEDGE

DC	Type of Knowledge	Examples
10	Common, known by at least a substantial minority of the local population	Common local legends or folk tales about a nearby location
20	Uncommon but available, known by only a few people in the area.	Century-old tales of a location or artifact
25	Obscure, known by few, hard to come by	A dead culture's legends about a minor place or forgotten date of significance
30	Extremely obscure, known by very few, possibly forgotten by most who once knew it, possibly known only by those who don't understand the significance of the knowledge	The history of an insignificant location or significance of a random date

following list, and the Antiquarian must meet all the prerequisites of the feat to select it.

Archaic Weapons Proficiency, Educated, Low Profile, Meticulous, Renown, Studios.

CONTACT

An Antiquarian of 4th level or higher cultivates contacts, usually (but not exclusively) within the academic world. Each time the Antiquarian gains a contact, the GM should develop a supporting character to represent the contact. The player can suggest the type of contact his or her character wants to gain, but the contact must be an ordinary character, not a heroic character.

Contacts appropriate to an Antiquarian include professors, librarians, museum curators, authors, grad students, reporters, truth-seekers, and others who focus on learning and knowledge who can provide limited aid and information pertaining to the Antiquarian's missions.

A contact will not accompany an Antiquarian on missions or risk his or her life. A contact can, however, provide information or render a service (make a specific skill check on your behalf).

At 4th level, the Antiquarian gains a low-level contact, at 7th level a mid-level contact, and at 10th level a high-level contact.

The Antiquarian can't call on the same contact more than once in a week, and when she does call on a contact, compensation may be required for the assistance her or she renders. In general, a professional associate won't be compensated monetarily, but instead will consider that the Antiquarian owes him or her a favor. The GM character will call on a favor in return when the opportunity arises. See Chapter Eight: Friends and Foes in the *d20 MODERN Roleplaying Game* for sample contacts.

TABLE 1-1: THE ANTIQUARIAN

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+0	+2	Ancient knowledge	+0	+0
2nd	+1	+0	+0	+3	Bonus language	+1	+0
3rd	+1	+1	+1	+3	Bonus feat	+1	+1
4th	+2	+1	+1	+4	Contact, low-level	+1	+1
5th	+2	+1	+1	+4	Bonus language	+2	+1
6th	+3	+2	+2	+5	Bonus feat	+2	+2
7th	+3	+2	+2	+5	Contact, mid-level	+2	+2
8th	+4	+2	+2	+6	Bonus language	+3	+2
9th	+4	+3	+3	+6	Bonus feat	+3	+3
10th	+5	+3	+3	+7	Contact, high-level	+3	+3

Field Guide

The Field Guide is a logistical wizard, a master of getting into and out of dangerous places (usually far from friendly civilization). In addition to his transportational acumen, the Field Guide's also an expert at dealing with the locals—a valuable asset when the natives decide you've been asking too many questions. Between gigs a Field Guide might work as a smuggler or even a tour group operator to pay the bills, but he's really an adventurer at heart.

Select this advanced class if you want your character to be the one who always knows what to do in a strange situation or foreign land.

The fastest path into this advanced class is from a combination of Smart hero with either Tough hero or Dedicated hero. Some would-be Field Guides take one or more levels in Charismatic hero to help deal with all the interesting people they meet.

REQUIREMENTS

To qualify to become a Field Guide, a character must fulfill the following criteria.

Skills: Gather Information 4 ranks, Navigate 6 ranks, Speak Language (any three), Survival 6 ranks.

Feats: Aircraft Operation or Surface Vehicle Operation.

CLASS INFORMATION

The following information pertains to the Field Guide advanced class.

HIT DIE

The Field Guide gains 1d8 hit points per level. The character's Constitution modifier applies.

ACTION POINTS

The Field Guide gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.

CLASS SKILLS

The Field Guide's class skills are as follows.



Climb (Str), Diplomacy (Cha), Drive (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Jump (Str), Knowledge (history) (Int), Listen (Wis), Move Silently (Dex), Navigate (Int), Pilot (Dex), Profession (Wis), Read/Write Language (none), Repair (Int), Ride (Dex), Sense Motive (Wis), Speak Language (none), Spot (Wis), Survival (Wis), Swim (Str), Treat Injury (Wis).

Skill Points at Each Level:

7 + Int modifier.

CLASS FEATURES

The following features pertain to the Field Guide advanced class.

WELL TRAVELED

A good Field Guide has a potential ally in every city, town, settlement, or encampment across the globe. By spending an action point, the Field Guide can attempt to track down an information contact, expert contact, or resource contact (see Chapter 7: Gamemastering in the *d20 Modern Roleplaying Game*) in virtually any locale. To determine if the attempt succeeds, the Field Guide rolls 1d20 and adds his class level and

Charisma modifier, then consults the chart below. A Field Guide can use this ability once every 24 hours.

Location	DC
City	10
Town	15
Village	20
Middle of Nowhere	30

JURY-RIG

For a Field Guide, it's often far more important that something work right now than it work later. At 2nd

level, the Field Guide gains a +2 bonus to Repair checks made to attempt jury-rigged (temporary) repairs (see Chapter 2: Skills in the *d20 MODERN Roleplaying Game*). At 8th level, this bonus increases to +4 and the Field Guide can make jury-rigged repairs as a standard action rather than a full-round action.

BONUS FEATS

At 3rd, 6th, and 9th level, the Field Guide gets a bonus feat. The bonus feat must be selected from the following list, and the Field Guide must meet all the prerequisites of the feat to select it.

Aircraft Operation, Alertness, Athletic, Brawl, Endurance, Guide, Personal Firearms Proficiency, Surface Vehicle Operation, Trustworthy, Vehicle Expert.

SKILL MASTERY

At 4th level, a Field Guide selects a number of skills from his class list equal to 3 + his Intelligence modifier. When making a skill check using one of these skills, the Field Guide may take 10 even if stress and distractions would normally prevent him from doing so. The Field Guide prides himself on his ability to accomplish difficult tasks under pressure.

RENOWN OR LOW PROFILE

Some Field Guides thrive on attention and recognition for their work, while others would prefer to remain as anonymous as possible. At 5th level, the Field Guide must decide whether his reputation becomes widespread or low-key by selecting either Renown or Low Profile as a bonus feat. He may select one of these feats even if he has already taken it (this is an exception to the normal rule that a feat can only be selected once).

APPRAISAL

By 7th level, the Field Guide has become accustomed to working with barter economies or in situations where cash isn't readily available. He may add his class level to any Knowledge checks made to appraise the value of an object (see the Knowledge skill in Chapter 2: Skills in the *d20 MODERN Roleplaying Game*). He may make such Knowledge checks even if he has no ranks in the appropriate Knowledge skill. (He still can't make normal untrained Knowledge checks.)

BETTER LUCKY THAN GOOD

Once per day, a 10th-level Field Guide can elect to spend two action points to improve a single d20 roll (instead of the normal limit of one). Each action point is rolled separately to determine the bonus applied to the d20 roll. However, if any action point die rolled comes up as a one, no bonus is applied to the d20 roll for that action point (but the action point is still spent). If the Field Guide has already spent an action point this round, he can't use this ability.

Table 1-2: The Field Guide

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+2	+1	+0	Well traveled	+1	+0
2nd	+1	+3	+2	+0	Jury-rig +2	+1	+0
3rd	+2	+3	+2	+1	Bonus feat	+2	+1
4th	+3	+4	+2	+1	Skill mastery	+2	+1
5th	+3	+4	+3	+1	Renown or Low Profile	+3	+1
6th	+4	+5	+3	+2	Bonus feat	+3	+2
7th	+5	+5	+4	+2	Appraisal	+4	+2
8th	+6	+6	+4	+2	Jury-rig +4 (standard)	+4	+2
9th	+6	+6	+4	+3	Bonus feat	+5	+3
10th	+7	+7	+5	+3	Better lucky than good	+5	+3

Prestige Classes

This game introduces four new prestige classes appropriate to the setting. Three focus on harnessing supernatural power, while the fourth seeks to master alien technology.

In general, the prestige classes of the *URBAN ARCANA* setting are inappropriate for the *Dark•Matter: Shades of Grey* game. They come from a world where magic is too prevalent, too accepted, and simply too mundane. It's possible that races with great familiarity to the magical arts might pursue such classes, but they aren't generally available to heroes.

Diabolist

Diabolism—commonly called black magic—focuses on the summoning and controlling of malevolent extradimensional beings. Some diabolists claim to summon demons, while others say they channel the power of Satan himself. While the art of diabolism could theoretically be used to further the cause of good, the corruptive influence of demonic power usually proves too strong for those who would seek to use it in that way. Of course, most diabolists don't have far to go in that direction.

Select this prestige class if you want to gain power by bargaining with fiends from Hell. Of course, keep in mind that all power has its costs...

The fastest path into this prestige

class is from the Charismatic hero basic class, though Diabolists from other basic classes can dabble in the Occultist class to aid in qualifying.

REQUIREMENTS

To qualify to become a Diabolist, a character must fulfill the following criteria.

Skills: Intimidate 8 ranks, Knowledge (arcane lore) 4 ranks.

CLASS INFORMATION

The following information pertains to the Diabolist prestige class.

HIT DIE

The Diabolist gains 1d8 hit points per level. The character's Constitution modifier applies.

ACTION POINTS

The Diabolist gains a number of action points equal to 6 + one-half her character level, rounded down, every time she attains a new level in this class.

CLASS SKILLS

The Diabolist class skills are as follows.

Bluff (Cha), Concentration (Con), Intimidate (Cha), Knowledge (arcane lore, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Research (Int), Speak Language (none), Spellcraft (Int).

Skill Points at Each Level: 3 + Int modifier.

CLASS FEATURES

The following features pertain to the Diabolist prestige class.

COMMAND

Three times per day, a Diabolist can bend a living creature's will, forcing the target to submit to a spoken command. This functions identically to the *command* spell (see Chapter 10: FX Abilities in the *d20 MODERN Roleplaying Game*); the Will save to resist has a DC equal to 10 + class level + Cha modifier. If a target resists



TABLE 1-3: THE DIABOLIST

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+2	+0	+1	Arcane skills, command	+1	+1
2nd	+1	+3	+0	+2	Summon demon	+1	+1
3rd	+1	+3	+1	+2	Black warding	+2	+1
4th	+2	+4	+1	+2	Hellfire	+2	+2
5th	+2	+4	+1	+3	Call demon servant	+2	+2

the Diabolist's command, he can't be targeted again by the same Diabolist's command ability for 24 hours.

At 3rd level, the Diabolist can spend a single use of the power to give the same command to a number of targets equal to 1 + his Cha bonus simultaneously.

SUMMON DEMON

At 2nd level, the Diabolist gains the power to summon a demon to Earth to do his bidding. The Diabolist must spend an action point and use a full-round action to complete the ritual of summoning. If the Diabolist desires a specific kind of demon, she must succeed at a DC 12 Charisma check; otherwise, the Gamemaster determines what kind of creature is summoned. (If the Diabolist desires to summon a specific individual demon, the Charisma check DC increases to 15.)

In general, the Diabolist can safely summon any fiend described in the *d20 MODERN Roleplaying Game* or *Menace Manual* (or any other suitably horrific creature, at the GM's option) whose CR is equal to or less than the Diabolist's class level +2. For instance, a 2nd-level Diabolist could summon a rotlord (see Chapter 8: Friends and Foes in the *d20 MODERN Roleplaying Game*), while a 5th-level Diabolist could summon a kwevencha (see the *Menace Manual*). The player and the Gamemaster should work together to create a short list of appropriate creatures that the character can summon.

The Diabolist can attempt to increase her effective class level for purposes of summoning demons by an amount up to her Charisma bonus; however, for every point added to her class level for this purpose, the DC of the Cha check to get the desired demon increases by +1. Also, a Diabolist who summons a demon more powerful than she could normally summon must make an opposed Charisma check against the demon each round or the demon turns on her. For example, if a 3rd-level Diabolist attempt to summon a CR 7 kwevencha, the Charisma check DC would be 14 and each round she would have to succeed at an opposed Charisma check or the kwevencha would attack her. (If attacking the Diabolist would be use-

less or suicidal, the demon merely flees the scene.) Once control over a summoned demon is lost, it can never be regained, even with other magic.

The Diabolist may have a maximum number of summoned demons present at any given time equal to one-half her class level. A summoned demon remains for a number of minutes equal to the Diabolist's class level before returning to its horrible otherworldly home. A slain demon disappears, along with any items it brought with it (but leaving behind anything from this world it might be carrying).

BLACK WARDING

A 3rd-level Diabolist can spend an action point and sacrifice 1d4 hit points to surround herself with a faint field of shimmering dark purple light. This grants the Diabolist unbeatable damage reduction equal to her class level for a number of minutes equal to her Charisma bonus (minimum 1 minute). For example, a 3rd-level Diabolist with Cha 18 who invokes black warding gains DR 3/— for 4 minutes.

HELLFIRE

At 4th level, the Diabolist learns to evoke blasts of hellfire. As an attack action she can blast a single target within 60 feet with hellfire, dealing 3d6+Cha mod points of fire damage (Reflex half; DC = 10 + class level + Cha mod). Each blast also deals 1 hp of damage to the Diabolist—Hell's cost for calling upon its power. This damage can only be healed by rest—the damage can't be restored by the Treat Injury skill (except as part of long-term care) or by magical means.

CALL DEMON SERVANT

A 5th-level Diabolist gains the power to call a demonic servant bodily to Earth to serve her as a bodyguard or other minion. The Diabolist must first summon the demon (see Summon Fiend, above). A Diabolist can't have a demonic servant more powerful than she could control without a Charisma check.

After summoning the potential servant, the Diabolist must bind it to service. This costs an action point and requires a five-minute ritual culminating in an opposed Charisma check. If the check fails or if the Diabolist's concentration is interrupted, the ritual fails and the demon returns to its home dimension.

If the ritual succeeds, the demon is bound to the Diabolist's service. It now exists bodily on Earth (unlike a summoned creature), and thus doesn't disappear if slain. It must carry out the Diabolist's bidding, even to the point of self-sacrifice. The demon is only freed from service with the Diabolist's death, and thus the Diabolist must take care that the demon does not have the opportunity to scheme against her.

A Diabolist may only have one demon servant at any given time. The servant doesn't count against the diabolist's normal limit of summoned demons (see Summon Demon, above).

Hermetic Adept

Hermetic magic—or alchemy, as it's also called—dates back to the time of Egyptian pharaohs. It combines astrology, philosophy, and Gnosticism. It works through the use of complex mystic formulae, including ritual incantations and rare ingredients. Such formulae are typically encoded, requiring intense study to understand fully.

Select this prestige class if you want to master the magical arts of the ancient Arabic world, including illusions and even the secret of alchemical transmutation itself.

The fastest path into this prestige class is from Smart hero, though many would-be Hermetic Adepts take one or more levels in the Occultist advanced class to help qualify more quickly.

REQUIREMENTS

To qualify to become a Hermetic Adept, a character must fulfill the following criteria.

Skills: Craft (chemical) 10 ranks, Decipher Script 6 ranks, Knowledge (arcane lore) 10 ranks, Knowledge (history) 2 ranks, Research 6 ranks.

CLASS INFORMATION

The following information pertains to the Hermetic Adept prestige class.

HIT DIE

The Hermetic Adept gains 1d6 hit points per level. The character's Constitution modifier applies.

ACTION POINTS

The Hermetic Adept gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.



SHALL A WALL YOUR INSPIRATIONS IN THE MATTER.

CLASS SKILLS

The Hermetic Adept's class skills are as follows.

Concentration (Con), Craft (chemical) (Int), Craft (pharmaceutical) (Int), Decipher Script (Int), Diplomacy (Cha), Knowledge (arcane lore, history, physical sciences, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Research (Int), Speak Language (none), Spellcraft (Int).

Skill Points at Each Level: 5 + Int modifier.

CLASS FEATURES

The following features pertain to the Hermetic Adept prestige class.

SECRET OF GLAMOUR

The 1st-level Hermetic Adept can create the visual illusion of an object, creature, or force. The range of the effect is 100 feet, and the Hermetic Adept must have line of sight to the illusion at all times. The illusion's size can be up to one 10-ft. cube per level. The illusion does not create sound, smell, texture, or temperature. He can move the image within the limits of the size of the effect, but must concentrate on the illusion to maintain it. If he ends concentration, the illusion fades. Any person interacting with the illusion may attempt a Will save (DC 10 + class level + Int mod) to discern the illusion's nature (after which the person can still perceive the illusion as an ephemeral image).

At 3rd level, the Hermetic Adept may add sound (including intelligible speech) to his illusion. At 5th level, he may also add smell and temperature to it.

At 1st level, the Hermetic Adept also gains the ability to see through illusions. By spending an action point, the alchemist can perceive all illusions for what they really are. This ability functions identically to the *true seeing* spell (see Chapter 10: FX Abilities in the *d20 MODERN Roleplaying Game*) except that it only affects the Hermetic Adept himself.

CREATE ALCHEMICAL HOMUNCULUS

A 2nd-level Hermetic Adept can magically grow a Tiny artificial life form that obeys his will. The process requires ten consecutive days of work (8 hours per day) and uses an array of special rare materials such as a bear's gall bladder, mandrake root, shark cartilage, human growth hormones, and a small measure of the alchemist's own blood. (The ritual materials have a purchase DC of 18 and include items restricted to those in the medical profession.)

At the end of the process, the alchemical homunculus is complete. It generally resembles an 18-inch-tall roughly formed humanoid figure. The homunculus is identical to a mage's familiar (see Chapter 9: Campaign Models in the *d20 MODERN Roleplaying Game*), except as follows:

- Double the Hermetic Adept's class level to determine the homunculus's statistics and special abilities.
- The homunculus's natural attacks deal no damage (it can wield weapons, though it has no weapon proficiencies) and it has no base save bonuses or skill ranks of its own (it uses its master's instead).
- Use the "Familiar's Intelligence" column to determine the homunculus's ability scores (except that, as a construct, it has no Con score).
- The homunculus has unbeatable damage reduction equal to its natural armor rating (for example, the homunculus of a 3rd-level alchemist has DR 3/—). It has no ability to speak with animals.
- Unlike a familiar, a homunculus has no restriction on the skills that it can perform, and many Hermetic Adepts use their homunculus as a lab assistant (despite its limited intellect).

The Hermetic Adept can spend action points on behalf of her homunculus, though he still can't spend more than one action point per round. If the homunculus dies, the Hermetic Adept suffers 1d4 points of Charisma damage. If the alchemist dies, the homunculus dissolves into muck 1 round later.

TABLE 1-4: THE HERMETIC ADEPT

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+1	+0	+2	Secret of glamour	+0	+0
2nd	+1	+2	+0	+3	Create alchemical homunculus	+1	+0
3rd	+1	+2	+1	+3	Sleep of Morpheus	+1	+1
4th	+2	+2	+1	+4	Flight of Daedalus	+1	+1
5th	+2	+3	+1	+4	Secret of transmutation	+2	+1

SLEEP OF MORPHEUS

Beginning at 3rd level, the Hermetic Adept can put a single living creature into a deep sleep as a full-round action. This functions like the *sleep* spell (see Chapter 10: FX Abilities in the *d20 MODERN Roleplaying Game*) except that it only works on a single target and can affect any creature with HD equal to or less than twice the alchemist's class level. The Will save DC to resist equals 10 + class level + Int mod.

FLIGHT OF DAEDALUS

By spending an action point and concentrating upon complicated abstract mental equations, the 4th-level Hermetic Adept can fly through the air at a speed equal to his base land speed (at good maneuverability). The Hermetic Adept must spend an attack action each round to remain airborne, otherwise he falls from the air. If he suffers damage or might otherwise be distracted, he must make a Concentration check to stay airborne. He can remain aloft for a number of hours equal to his class level; after that, he must make a Concentration check (DC 15, +1 per hour thereafter) each hour to remain in flight. The alchemist can carry up to a medium load while aloft.

CONSPIRACY. HUNTER'S GUIDE: THE ROSICRUCIANS

The Rosicrucians are dedicated to collecting and protecting knowledge of all sorts. They date back about a thousand years, and while they take pains to maintain secrecy about their organization, plenty of public references to the group exist. Charlemagne founded a Rosicrucian lodge in the ninth century, and despite official opposition to the order from the Church, a group of Catholic monks founded a Rosicrucian college that flourished throughout the first half of the second millennium. Some claim that the Rosicrucians themselves are only an arm of the Freemasons.

Whether or not any link between the two organizations exists, the Rosicrucians (like the Freemasons) have access to a great deal of knowledge, including occult secrets and perhaps even evidence of early interactions between humans and otherdimensional (or otherworldly) creatures.

Clues: Both the Egyptian ankh and the rose-and-cross are used as identifying marks by Rosicrucians. The group has allies in Switzerland and the mountainous regions near China and India, so references to altitude or "ascension" are common. They occasionally supply resources to anarchic groups, but never reveal the origin of the support.

SECRET OF TRANSMUTATION

The most well-publicized, but also most well-guarded, of the Hermetic Adept's talents is the transmutation of material from one form to another. By spending an action point, the 5th-level Hermetic Adept can attempt to transform one substance into another. He can transmute up to one pound of material per class level in a single attempt. Gases are easier to transmute than liquids, and liquids easier than solids. Also, it's easier to transmute something into the same type of matter (gas, liquid, or solid) than a different type. The Hermetic Adept can't affect living tissue (animal or plant), nor can he create living matter. Mass is conserved in the transmutation, so the mass of the final object equals the mass of the original object. For instance, a Hermetic Adept who successfully transmutes a 1-kg. block of lead into gold finishes with a 1-kg. block of gold.

The process of transmutation normally requires a 12-hour ritual and a successful successful Craft (chemical) skill check (see below for DCs). The Hermetic Adept can't take 10 on this check, because the result is unpredictable. The ritual itself requires substances with a Purchase DC of 20; these are expended in the ritual regardless of its success. The duration of the transmutation varies based on the original and final substance; see below for details.

Alternatively, the alchemist can attempt to perform the transmutation without the ritual and expensive substances. This increases the DC of the check by 10 and requires a full-round action. If the check succeeds, the duration is only one-half normal. If the alchemist fails this check by 5 or more, he suffers a backlash of energy and takes 1d4 points of Con damage.

Obviously, an unethical alchemist can use this ability to grant himself occasional boosts to his personal wealth. However, since the duration of the transmutation is impermanent, characters who go around paying for goods with gold that turns into lead a few hours later will quickly draw the attention of (admittedly confused) law enforcement officials, as well as other Hermetic Adepts eager to halt the character's misuse of this ability, steal the secret of transmutation from him, or both.

Transmutation	DC	Duration
Gas into gas	15	1 day/level
Gas into liquid	25	1 hour/level
Gas into solid	30	1 round/level
Liquid into gas	20	1 hour/level
Liquid into liquid	18	1 day/level
Liquid into solid	25	1 minute/level
Solid into gas	25	1 round/level
Solid into liquid	22	1 minute/level
Solid into solid	20	1 hour/level

Visionary

The Visionary draws power from his faith in an all-powerful benevolent being. The object of the Visionary's belief can vary dramatically from one character to another, but the result is similar: the Visionary hero is blessed with great gifts of healing and protection from evil forces.

Select this prestige class if you want to use your faith to help others in need, and to battle the minions of evil.

The fastest path into this prestige class is from the Charismatic hero or Dedicated hero basic classes.

REQUIREMENTS

To qualify to become a Visionary, a character must fulfill the following criteria.

Skills: Concentration 5 ranks, Diplomacy 5 ranks, Knowledge (theology and philosophy) 10 ranks, Sense Motive 5 ranks.

Allegiance: Any benevolent omnipotent divine being, or good.

CLASS INFORMATION

The following information pertains to the Visionary prestige class.

HIT DIE

The Visionary gains 1d8 hit points per level. The character's Constitution modifier applies.

ACTION POINTS

The Visionary gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.

CLASS SKILLS

The Visionary class skills are as follows.

Concentration (Con), Diplomacy (Cha), Knowledge (history, theology and philosophy) (Int), Profession (Wis), Read/Write Language (none), Sense Motive (Wis), Speak Language (none).

Skill Points at Each Level: 3 + Int modifier.

CLASS FEATURES

The following features pertain to the Visionary prestige class.

DIVINE AURA

As a standard action, the Visionary may spend one action point to surround himself with an invisible aura of



divine energy. This aura provides the Visionary with a bonus on saves and Defense equal to his class level, as well as an equal bonus on Diplomacy checks. The aura lasts for 1 minute per class level. If the Visionary attacks while the aura is active, the aura is dismissed and the Visionary suffers a penalty to attack rolls for one hour equal to the bonus granted by the aura. The aura may be dismissed by the Visionary as a standard action.

At 3rd level, the Visionary's divine aura also protects any allies within 10 feet of him. If anyone pro-

tected by the aura attacks, the aura is dismissed and penalties are assigned both to the attacker and the Visionary as described above.

SIGNS AND PORTENTS

As a standard action, the 2nd-level Visionary can spend an action point to cause obvious signs of the divine to manifest in the area around him. Trees and flowers bloom in the heart of winter or from dead wood, lights shine in the sky or bathe the Visionary in a luminous glow, thunderclaps rattle the windows, and the like. These manifestations are perceived by any or all those within 100 feet of the Visionary, at his preference, and last for up to 1 minute per class level. No creature can be affected by signs and portents more than once in a 24-hour period.

The signs and portents can have one of three effects. The Visionary chooses which effect when spending the action point, and the same effect is visible to all those who perceive the signs and portents. In each case, the DC of the Will save is 10 + Visionary class level + Charisma modifier.

- **Terror:** All those who perceive the signs and portents cower in fear. A successful Will save reduces the effect to shaken. Creatures immune to fear or to mind-affecting effects are immune to this.
- **Wonder:** All those who perceive the signs and portents are fascinated, standing or sitting quietly and taking no actions other than to pay attention to the effect. (A successful Will save negates the effect.) The fascinated creatures take a -4 penalty on skill checks made as reactions, such as Listen and Spot checks. Any potential threat, such as a hostile creature approaching, allows the fascinated creature a new saving throw. Any obvious threat automatically breaks the effect. Creatures immune to mind-affecting effects are immune to this.
- **Inspiration:** All those who perceive the signs and portents are inspired with courage. They gain a +2 morale bonus on attacks and on Will saving throws.

DEMON WARD

As a standard action, a 3rd-level Visionary can invoke divine power and spend an action point to create a warded area in a 10-foot radius around him. Any creature with an evil allegiance (or that has an allegiance to a creature with an evil allegiance) must make a successful Will save (DC = 15 + Visionary class level + Wisdom modifier) to enter this area. If already in the area when the ward is created, the creature must succeed at the same Will save or leave the area at its earliest opportunity.

Even if the creature succeeds at the Will save and is able to enter or remain within the warded area, it is shaken while in the area, suffering a -2 penalty on attack rolls, saving throws, and skill checks.

The ward lasts for 10 minutes per class level, or until the Visionary dismisses the ward (a standard action). Unlike the divine aura (see above), the Visionary may attack freely while protected by the demon ward.

HEALING TOUCH

At 5th level, the Visionary can use a full-round action to channel divine power into a healing touch. By spending an action point and placing his hand upon another character, the Visionary wipes away injury and afflictions. The healing touch immediately ends any and all of the following adverse conditions affecting the target: ability damage, blindness, daze, deafness, disease, exhaustion, fatigue, insanity, nausea, sickness, stun, and poison. It also cures 50 hit points of damage, as well as all nonlethal damage suffered by the character.

Using healing touch takes a physical toll on the Visionary, rendering him fatigued. If the Visionary is already fatigued, he becomes exhausted; if already exhausted, the Visionary is reduced to -1 hit points and begins dying. The Visionary cannot use healing touch on himself.

TABLE 1-5: THE VISIONARY

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+0	+2	Divine aura (self)	+0	+1
2nd	+1	+0	+0	+3	Signs and portents	+1	+1
3rd	+1	+1	+1	+3	Demon ward	+1	+1
4th	+2	+1	+1	+4	Divine aura (allies)	+1	+2
5th	+2	+1	+1	+4	Healing touch	+2	+2

Xenoengineer

The Xenoengineer seeks to master the mysteries of alien technology. As one might imagine, the field is necessarily limited to those with some exposure to technology beyond the reach of humanity. Most Xenoengineers work for governments or powerful multinational corporations, although the Hoffmann Institute also has a thriving training program for would-be Xenoengineers.

Select this prestige class if you want to take your character's mastery of technological devices to the next level—to learn secrets beyond what any textbook could teach.

The fastest path into this prestige class is from the Smart hero basic class, though most Xenoengineers have one or more levels of Techie as well.

REQUIREMENTS

To qualify to become a Xenoengineer, a character must fulfill the following criteria.

Skills: Computer Use 6 ranks, Craft (electronic) 10 ranks, Craft (mechanical) 10 ranks, Disable Device 6 ranks, Knowledge (technology) 10 ranks, Repair 10 ranks.

Feats: Gearhead.

CLASS INFORMATION

The following information pertains to the Xenoengineer prestige class.

HIT DIE

The Xenoengineer gains 1d6 hit points per level. The character's Constitution modifier applies.

ACTION POINTS

The Xenoengineer gains a number of action points equal to 6 + one-half his character level, rounded down, every time he attains a new level in this class.

CLASS SKILLS

The Xenoengineer class skills are as follows.

Computer Use (Int), Craft (electronic, mechanical) (Int), Demolitions (Int), Disable Device (Int), Drive (Dex), Knowledge (physical sciences, technology) (Int), Profession (Wis), Read/Write Language (none), Repair (Int), Research (Int).

Skill Points at Each Level: 7 + Int modifier.



CLASS FEATURES

The following features pertain to the Xenoengineer prestige class.

XENOTECH FAMILIARITY

A Xenoengineer's familiarity with alien technology allows him to reduce the penalties normally assessed for using alien spacecraft or alien weapons (see the Alien Tech feats sidebar). Each class level of Xenoengineer reduces these penalties by one point, to a minimum of -0 at 4th level or higher. (This can't turn the penalties into bonuses.)

TABLE 1-6: THE XENOENGINEER

Class Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1st	+0	+0	+2	+1	Xenotech familiarity	+0	+0
2nd	+1	+0	+3	+2	Identify xenotech	+1	+0
3rd	+1	+1	+3	+2	Minor invention	+1	+1
4th	+2	+1	+4	+2	Xenotech specialty	+1	+1
5th	+2	+1	+4	+3	Identify xenotech (quick)	+2	+1

IDENTIFY XENOTECH

A 2nd-level Xenoengineer can attempt to identify the origin of any xenotechnology that he discovers. This requires 1d6 times 10 minutes of studying the object or device. At the end of this period, the Xenoengineer may roll 1d20 and add his class level and Intelligence bonus (if any) against a DC of 20. He can't take 10 on the skill check, nor can he retry it for at least one month. (The GM may choose to make the roll in secret.)

Success indicates that the Xenoengineer understands the basic function and effect of the device (for instance, if it's a weapon he knows its damage, range increment, rate of fire, and the like). If the Xenoengineer knows of the species that created the device, success means that the Xenoengineer can also identify the species responsible for it. If the Xenoengineer has no knowledge of the species, he can at least identify one or more attributes of that creature, such as its size, shape, technological prowess, level of interaction with humanity, and so forth, at the GM's discretion.

At 5th level, the Xenoengineer can attempt this check with only one round of observing the device in action (such as a weapon being fired). The DC increases to 25. If he fails this check, he may retry in the normal manner (but not as a quick identification).

Example: A Xenoengineer studies a fragment of a n'sss battle pod (see the *d20 Menace Manual*). Though he has never encountered or read about the race, a successful DC 20 check allows him to realize not only that this unknown species is well beyond human technology, but also that their non-humanoid bodies are fragile and incapable of survival on Earth without extraordinary protection, which the battle pod provides in the form of a +12 armor bonus to defense.

MINOR INVENTION

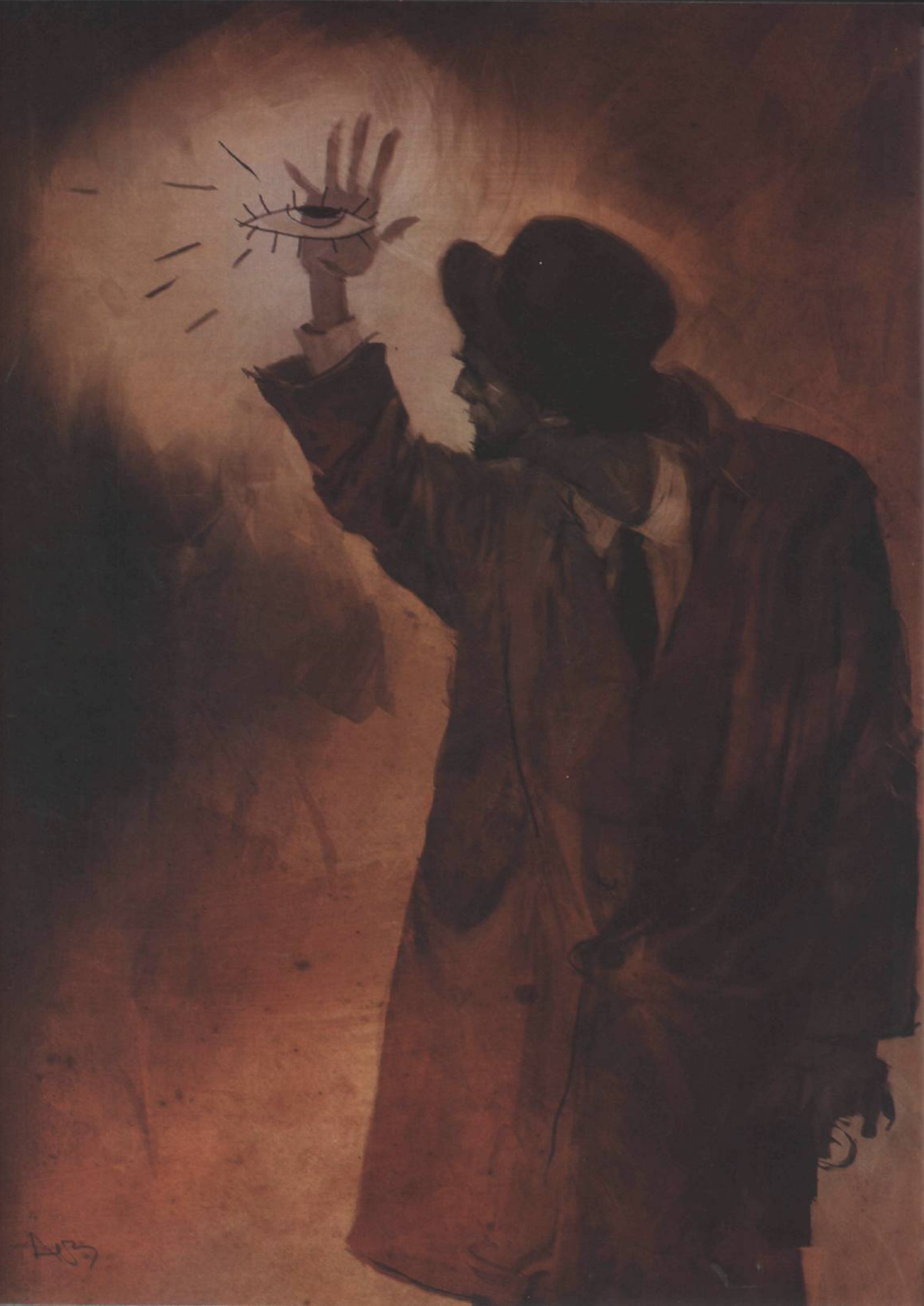
At 3rd level, the Xenoengineer discovers a new application for the alien gadgets he's been studying. This

new invention results in a cash windfall, providing the Xenoengineer with a +2 Wealth bonus increase.

XENOTECH SPECIALTY

A 4th-level Xenoengineer can designate a single item of xenotechnology—typically a weapon, tool, or vehicle—as his area of specialization. He gains a +2 bonus on all attack rolls or skill checks made in association with the item.

The Xenoengineer can change his designation of specialty, but this requires a full month of time practicing with the item before the bonus is moved from one item to the other.



Whereas the first section of this game was for players and Gamemasters alike, this part is only for Gamemasters. Players who read this section risk their GM's wrath (as well as risk spoiling the secrets of the campaign). Besides, a little knowledge can often be more dangerous than none at all...

Part Two

DARK-MATTER CAMPAIGNS

Running a Dark-Matter Game

A good *Dark-Matter* game depends on the GM's ability to balance the real with the unreal. Remember, the world of *Dark-Matter: Shades of Grey* is the world we live in, just with the curtains of secrecy pulled back a bit. The players have to believe that this could all be happening right now, right here, if they only knew where (or how) to look for it.

Of course, running a *Dark-Matter* game is a lot like running a typical *d20 MODERN* game. Chapter Seven: Gamemastering in the *d20 MODERN Roleplaying Game* provides lots of helpful tips on running your game, and that information is just as helpful in the *Dark-Matter: Shades of Grey* setting. The information below is intended to augment that material, helping the GM make his game feel special.

STARTING THE CAMPAIGN

The first step in creating your *Dark-Matter* campaign is figuring out how to kick off the action. To help guide your thinking, think about why the heroes are together. Are they just a random assortment of agents pulled together for a mission, or is there some link that connects them? Perhaps they were recruited together, or they knew each other before joining the Institute. Or maybe there's no obvious link, but the Institute knows (or suspects) something that has led it to assign these agents to the same team.

Consider starting the campaign with a "recruitment" adventure in which the unsuspecting heroes

have a brush with the unexplainable. Assuming that they deal with their experiences in a positive manner, a representative of the Institute approaches the heroes afterward and invites them to learn more about such unusual occurrences. (Of course, in the meantime the Institute has already run background checks on the heroes to determine what risks, if any, they pose to the organization.)

This sort of starting point works best if even the players don't know the truth about the campaign setting. Just tell them that they're playing *d20 MODERN*, and let the truth slowly dawn on them over the course of a few adventures. Eventually, you'll have to let them read Part I of this setting, but that can come after a couple levels' worth of missions.

Alternatively, you can assume that the characters begin the campaign as agents of the Hoffmann Institute. For veteran agents, you can even start play at a level above 1st. Third level works well for experienced field agents, allowing quick access to advanced or prestige classes. Such heroes are already familiar with the setting, including all information in Part I.

MISSIONS

No two Hoffmann Institute assignments are ever the same, and any agent describing a mission as "typical" is misusing the word. Still, most tasks fall into a limited range of categories. Here are some sample investigations that Hoffmann agents might undertake. You can mix and match them as well to create interesting combinations.

Bug Hunt: The Institute dispatches the heroes to hunt down a potentially dangerous xenofom (see *Xenofoms*, on page 107, for more ideas).

Extraction: The heroes must help a Hoffmann agent or ally escape from a dangerous location. The individual may be a hostage of an enemy organization, the target of a threat, or simply incapable of getting out of an otherwise sticky situation.

Infiltration: Agents must infiltrate an organization to learn its secrets, possibly in connection with a "recovery"-style mission (see below). They might have to go undercover, posing as members of the target organization, or merely sneak in on their own.

Investigation: The simplest of missions—the agents must merely look into some event, from a UFO sighting to a murder, and find out what really happened. Many other missions begin as simple

CONSPIRACY HUNTER'S GUIDE: ALIENS FROM OUTER SPACE

Perhaps no "conspiracy" sends a shudder down the spine of an average human like the thought that alien creatures are observing us from space, periodically abducting innocent civilians for arcane medical experiments. Certainly, the idea of "little green (or Grey) men from outer space" captured the minds of those living in the second half of the 20th century like few other stories. After a while, though, it became comical; a trite, hackneyed cliché used as a punchline rather than a warning to look to the skies.

But isn't that just what the Greys would want? If there really are bug-eyed monsters peering down on us from orbit, wouldn't they want us to laugh them off as a joke? After all, it wasn't always a joke. Air Force pilots really reported sighting unidentified flying objects before "seeing a UFO" became a code-word for going crazy. And *something* crashed to earth near Roswell, New Mexico, even if the area's current economic dependence on flying-saucer nuts makes the whole thing seem a little too convenient.

The truth is up there.

Clues: Aliens are "known" to perform abductions of humans, so unexplainable disappearances can often signal alien intervention. There are the inevitable sightings of flying saucers or lights in the sky, not to mention the ubiquitous crop circles. Even cattle mutilations are often blamed on curious aliens.

investigations. This also includes surveillance-type missions, where the heroes must keep watch on a particular individual or location for an extended period of time.

Liquidation: Similar to an extraction or recovery, this type of mission doesn't have any of the difficulty of bringing back the individual or item. While it's true that Hoffmann prefers to avoid violent solutions to problems, it occasionally must resort to eliminating its enemies in a permanent manner. (Unless you want an especially callous group of agents, use this type of mission sparingly.) This also applies to missions in which agents must track down a particular item and destroy it (particularly true of items that can't easily be transported, such as a downed alien spacecraft).

Recovery: The agents must track down and recover a lost item of value, anything from an ancient relic to a sensitive data file to a piece of alien technology. If

Hoffmann knows about the item, it's likely that at least one other illuminati group does as well, which may turn the chase into a race.

Of course, agents don't always know exactly what category a mission falls into when they take their assignment. (Sometimes, the Institute doesn't know either.) What begins as an investigation can easily become a bug hunt or recovery, and an extraction may require infiltration (or even change midway to become a liquidation).

The GM, on the other hand, should always know the true nature of the mission. Even if you don't decide beforehand on every little detail, have at least an outline of the expected course of events. Use the information in Chapter Seven: Gamemastering in the *d20 MODERN Roleplaying Game* to help you build adventures.

MIXING NORMAL WITH PARANORMAL

It can be tempting to run a *Dark•Matter* campaign as a never-ending "bug hunt," with heroes battling a new dark-matter-enhanced creature every week, but this undercuts the air of uncertainty upon which the game thrives. If the heroes know that every culprit is a telepathic alien, or a magic-wielding necromancer, or some hideously twisted mutant, then they come to expect such things, and they become commonplace.

Take care to blend normal and paranormal elements carefully. The more "normality" that the heroes deal with on their missions, the more powerful the paranormal elements become. After wading through dusty libraries, contacting back-alley informants, and strangling bodyguards, finding out that the target isn't entirely human comes as more of a shock.

Better still, mix in the paranormal in places the heroes might not expect it. Maybe the head honcho of the evil cult is all too human—instead, it's the evil cult's target who's actually an alien being.

It's also OK to run adventures that don't showcase paranormal elements. If your players have come to expect a supernatural twist in every session, keep them guessing by avoiding such themes. Even though the Institute focuses its investigations on the unusual, sometimes the heroes should find entirely usual explanations for otherwise weird events.

CYNICISM AND PARANOIA

Eventually, anyone researching conspiracies develops a level of cynicism about the world. The more a hero learns about the way the world really works, the less he believes in the rest of his life's experiences and knowl-



edge. It becomes easier and easier to believe the worst about people and organizations—to trust no one.

Therein lies paranoia. When you suspect every car driving slowly past your home of keeping tabs on you, think you recognize that particular white van, or wonder about what the police are hiding at every crime scene, you've moved from cynicism into egotism. "They" aren't just out there, they're out to get you in particular.

While such behavior is worrisome in real life—though there are those who claim that one can't be paranoid enough—you should capitalize on it when it appears in your *Dark•Matter* game. Foster the sense of paranoia that appears in the heroes of your campaign. Subtly encourage it by having dark figures watch them from crowds, only to disappear if approached. Mention superfluous details in otherwise mundane scenes, and watch as the players latch on to meaningless clues. "Wait, wasn't there a Starbucks Coffee right next to the last place we investigated?" It's worth the effort.

Here's another example of that concept in action. Conspiracy culture has latched on to the number 23 as having special significance. The claim is that it shows up in the media with surprising frequency, from jersey numbers to street addresses. Twenty-three injuries from a warehouse fire. Twenty-three consecutive days of rain. Two and three are the first two prime numbers,

and twenty-three is the tenth in a base-ten numbering system. Twenty-three male chromosomes match with twenty-three female chromosomes to form a human being. Twenty-three items on the average shopping list. Two plus three is five, a number important to all kinds of occult belief systems. And so on.

Coincidence? Once you buy into the paranoid world of conspiracy theory, you come to believe that there's no such thing. Is there some kind of cosmic significance to the number 23? Whether there is or isn't, the point is that merely by paying special attention to the number, it becomes significant. Use that to your advantage—when you need a number, whether for a taxi, a date, an apartment, or a page in a book, use 23. Don't make a big deal of it; if the players don't notice, that's fine. And even if they do notice, don't make a joke out of it—let 'em wonder about the connection. If they believe hard enough, they might even find it.

ILLUMINATI OF DARK MATTER

At its heart, the *Dark•Matter* campaign setting is about secrets. Knowledge is power, after all, and that truth isn't lost on those who would shape world events. Seeing themselves as enlightened, at least on some level, those who hold knowledge gather together to use that power. In some cases, such secret societies



may even mean well, but ultimately that power must, by necessity, become a corruptive influence.

Perhaps the most famous secret society of history was (is?) Adam Weishaupt's Illuminati, formed of a number of high-ranking Freemasons (see opposite page) in 1776. Though supposedly disbanded only a handful of years later, the name has come to be synonymous with the idea of a secret society of enlightened, knowledgeable individuals.

The Hoffmann Institute holds many secrets, of course, but when it comes to keeping secrets, the Institute is a rank amateur. After all, it doesn't even have a century of experience under its belt, which marks it as one of the "new guys" in this area. Most of the illuminati detailed here have been around for a very long time indeed, and those that don't have as much experience make up for it with determination and manpower.

This section describes a few illuminati groups present in the world of *Dark•Matter*. The descriptions are brief, giving just enough information for the Gamemaster to get a taste of the group's history and goals. Obviously, these are sketchy descriptions only. Some are more fully described in the *d20 Menace Manual*, while others are drawn from real-world conspiracy lore. For more information on these, consult your local library or book-

store or—better yet—visit the Internet. You can't beat the Internet for the truly weird.

Dark•Matter players should avoid reading these descriptions. Instead, they should content themselves with the Conspiracy Hunter sidebars scattered throughout this article. Each one briefly describes a particular conspiracy, illuminati group, or other threat that Hoffmann agents might face, and includes a few clues to alert wary agents of what they might be up against. Feel free to let players read these sidebars, particularly those playing characters knowledgeable about conspiracy theories. It's up to you to decide how much of the information is true, of course.

USING ILLUMINATI

Conspiracies form the backbone of a *Dark•Matter* campaign. They are the faceless "them" that plots against the heroes, or even against the entire human race. They are everywhere, their arms reaching into all areas of society. They can see and hear anything they want, anywhere on the planet, at all times of the day and night.

Or at least that's what they'd like you to think. It's all well and good to portray a conspiracy as having a terrifying reach, but don't forget that no matter how well-funded and well-organized an illuminati group

may be, it's still composed of fallible beings. Maybe the heroes can't conceive of stopping the Freemasons' plan of taking over the United States, but they can certainly thwart elements of it, and in doing so perhaps stop (or at least delay) the overall plan. Even the grandest operation is made up of small parts, and competent heroes can and should be able to deal with those small parts. Allow the players to break down their objectives into smaller, readily accomplishable tasks, and they'll feel capable of taking on even the most terrifying illuminati group. In order to put their puppet in power, the illuminati must get a friendly governor elected, organize ballot fraud, and even replace an unfriendly Supreme Court justice. If the heroes foil any one of these plans, the operation may well fail entirely—or at least be delayed for another day.

Also, it's best when the heroes don't exactly know who they're facing. While it might be easier to just say, "The Neo-Scientists are at it again, and you have to stop them," that takes away from the mystery of the game. Let the heroes work to discover their enemy—it makes the game more compelling, and makes the discovery more fulfilling.

There should also come times when the heroes get to see a different side of a potential foe. Sure, the U.S. government may have nefarious plans, but that doesn't mean that every FBI agent is an enemy of the people. Let the heroes join forces with illuminati groups (or at least with particular individuals within such groups), either for individual missions or as a long-term story arc. It helps remind the players that these groups aren't monolithic entities, but rather collections of individuals.

THE FREEMASONS

Fodder for the lore of countless conspiracy buffs, the Free and Accepted Order of Masons has members scattered throughout the world. To the average person—indeed, to the average member—the Masons are nothing more than a public service organization, a fraternity of like-minded individuals who get together for spaghetti dinners and the like.

Knowledgeable types know otherwise. Though the Masons came to public attention three or four centuries ago, the order actually dates back to the time of Babylon, when they were commissioned to build the Tower of Babel. Later, the order constructed the Temple of Solomon as a repository of occult knowledge. The Masons supposedly learned their secrets from the Knights Templar, who in turn learned them

CONSPIRACY HUNTER'S GUIDE: THE FINAL CHURCH

The Hoffmann Institute uses the name "Final Church" to describe a global conspiracy dedicated to dark rituals and the service of fiendish masters. But whether one calls its practitioners demon worshipers, Satanists (a gross misuse of the term, actually), black magicians, minions of the elder gods, or simply murder cultists doesn't really matter—these people are dedicated, body and soul, to evil.

Unlike a traditional conspiracy, the Final Church has no organization, no standard methodology, and no unified leadership. Ultimately, the name itself is only a creation of those who oppose the dark cultists—something to give the enemy an identity. Those who carry out the murderous wishes of the elder gods don't care what you call them—they just want you dead.

One might think that opposing a worldwide conspiracy of violent cultists would draw a measure of support from many organizations. Unfortunately, no one believes (or wants to believe) that such a conspiracy could possibly exist. Even the federal government disavows stories of widespread demonic cult activities, and the Vatican is remarkably silent on the issue. Those who battle the Final Church should know that they're on their own.

Clues: The most recognizable symbol of the Final Church is the pentacle—the five-pointed star—usually on a field of red (or even drawn in blood). Other icons associated with cultist activity include the goat's head, the trident (a symbol of the devil), the skull, and the bloody dagger. While thrill-killing cycle gangs cutting up hitchhikers and thrash-metal rock stars seducing youths with drug-fueled orgies fit the traditional profile of the devil-worshiper, the Final Church extends its tendrils into many far more innocent-looking activities as well.

from Ismaili Muslims during the Crusades, who in turn learned them from the ancient Egyptians. (And who, in turn, learned them from the Atlanteans, who learned their secrets from the Greys and other alien races!) In the modern era, the Masons were instrumental in founding the United States, and the nation's capital is littered with their symbols.

Now, the Masons continue their public façade only to conceal their central goal: the "perfection of creation," which can only be accomplished by completing three



goals. These include the creation and destruction of primal matter, the sacrificial killing of the divine king, and the joining of prima material and prima terra. Whether or not the Masons have achieved any of these goals already, and how close they may be to the perfection of creation (and indeed, what the result of that may be), is unknown except perhaps to a few exceptionally high-ranking members of the lodge.

THE ROSICRUCIANS

Originally known as the Companions of Horus, the Rosicrucians date back to Egypt in the third millennium B.C. Founded as the keepers of secret knowledge, the Companions dedicated themselves to protecting knowledge of all sorts from destruction. Rumors persist that the Companions worked side-by-side with kinori alchemists and even some Grey telepaths, making it a truly integrated conspiracy indeed! Over the years, they came into conflict with many groups who sought to ban or eliminate certain truths or beliefs.

After their greatest failure—the destruction of the Library of Alexandria—the Companions nearly disappeared. After many centuries in hiding, they re-emerged as the Rosicrucians, derived from the “Rosy Cross” used as a symbol of the group. Throughout the Middle

Ages, the Rosicrucians endeavored to disseminate information deemed subversive by the ruling classes. Of course, this marked it as an enemy of the Church.

Today, the organization remains small and scattered, ruled by the Ascended Masters, who reside in a hidden lair high in the Himalayas. Some individuals actually claim to belong to the group, though it's unclear whether they speak truly or simply seek to carry on the traditions of the ancients. The Rosicrucians are bitter foes of the Masons (see above), having never forgiven that order for a perceived betrayal many centuries ago. Due to limited resources, this enmity takes the form of occasional strikes against the would-be totalitarianism of Masonic plans.

THE UNITED STATES GOVERNMENT

More a collection of conspiracies than a single monolithic illuminati group itself, the U.S. government holds enough secrets to keep a conspiracy hunter busy for multiple lifetimes. The trouble is, no one department has access to all the secrets, making for a muddled mess of tangled plots and not-so-friendly rivalries. Law enforcement agencies, intelligence agencies, military organizations, and more all compete

for tax dollars and other resources, inevitably pitting them against one another.

Just look at some of the conspiracies carried out by the U.S. government over the last half-century: The CIA's MK-ULTRA program tested brainwashing programs. NASA's SETI program may or may not be a front for a human-Grey program keeping watch for some other alien species feared by the Greys. The CDC and National Institutes of Health are working together on a eugenics program designed to test psychic abilities in alien-human hybrids. The Agency for Foreign Technology continues its secret genetic experiments aimed at perfecting the process of creating moreaus (see Xenofoms). The Federal Emergency Management Agency exists purely to take control of the nation in a time of dire "emergency." (See the New World Order, below.)

Ultimately, "the government" isn't a single powerful entity, but a collection of warring illuminati. Heroes may rightly fear what "the government" is likely to do, but what they're really worried about is how the FBI, CIA, or other agencies are going to react. In some cases, the heroes might simultaneously have enemies and allies within the government. (The CIA, Department of Defense, FBI, and FEMA are all described in the *d20 Menace Manual*.)

THE NEW WORLD ORDER

Another favorite target for paranoid conspiracy buffs, the so-called New World Order refers to a network of groups operating to establish worldwide control under a single governmental entity. This world government is centralized in the United Nations, but also includes such organizations as the World Trade Organization, the Council on Foreign Relations, the World Health Organization, the Trilateral Commission, the Bilderberg Society, and even the United States' own Federal Emergency Management Agency. It's a complex web of power and money, and no one person truly understands its extent. (FEMA is described in the *d20 Menace Manual*, as is the U.N. Elite Security Force.)

That, of course, is exactly how the New World Order would prefer it. When hearing warnings about a "worldwide government," most people point to the largely toothless U.N. and scoff. While disbelief continues, these organizations work quietly to assess the various threats posed by the rising dark tide. Though they don't have the storehouse of knowledge possessed by groups such as the Masons, the Rosicrucians, or perhaps even the Hoffmann Institute

CONSPIRACY HUNTER'S GUIDE: THE FEDERAL GOVERNMENT

Born from a conspiracy among rebellious colonists (many of them Freemasons), it's only natural that the U.S. government is now one of the most sprawling and labyrinthine conspiracies of them all. Ironically, even though this conspiracy thrives on bureaucracy, it's one of the worst-organized illuminati in history. Rival organizations within the government struggle for control over power and influence, sometimes without even realizing it. Various arms work at cross-purposes, or on redundant activities, resulting in gross waste of resources.

Just take a look at a small sampling of the branches of the U.S. government, each of which supposedly works for the same goal: the protection of American citizens worldwide. Everyone knows about the FBI, of course, and the CIA. Despite having supposedly differing purviews, the two organizations frequently clash over jurisdictions. Throw in the ATF, the NSA, the Secret Service, the NRO, as well as various other military intelligence-gathering organizations, and you have alphabet soup—as well as a situation ripe for corruption and back-room dealings. Even supposedly benevolent, "friendly" arms such as the Centers for Disease Control and Prevention, the Federal Emergency Management Agency, and NASA have their own agendas, which may or may not match the marching orders handed down from the Oval Office.

Confused yet? You should be. But here's the scariest part: Even the government itself doesn't know everything it's doing. The line-item budgets for every one of these organizations could be public record and you still wouldn't be able to figure out what's going on—there's *that much* information. And maybe that's intentional—if even they don't know what they're doing, the government reasons, nobody else can figure it out either.

Clues: You can always spot a federal agent—he's the one in the dark suit hiding behind the sunglasses. He might display the bulge of a gun in a shoulder holster, or maybe you'll notice the earpiece keeping him connected with home base. Of course, if they're that easy to spot, maybe they want you to see them, so that you think you'll know when they're doing something.



itself, the groups that make up the New World Order have powerful allies, both private and governmental.

The International Space Station provided a perfect excuse for a massive boondoggle—fully two-thirds of the resources sent up for the space station actually go to supporting the U.N.'s moon base, first settled in 1988. The secret installation, code-named Project Glacier, gives New World Order troops firsthand training in space exploration and colonization, and also provides a uniquely protected "safe house."

THE GREYS

Though popular culture has only embraced the Greys in the last half-century or so, these diminutive alien beings have influenced the course of human events for nearly 8,000 years. Today, the Greys (or, as they call themselves, the fraal) are the most significant alien presence on Earth.

The Greys haven't always walked among us, of course. Though they freely interacted with the Atlanteans and early Egyptians, the destruction of a

Grey telluric generator—perhaps due to sabotage, though the list of potential culprits is long indeed—on Atlantis in 2150 BC resulted in the titanic eruption of a volcano on that island, shattering the island and the Atlantean culture. Stunned by this course of events, the Greys retreated from such close interaction, and in fact have yet to reach such heights of cooperation since. Certainly, they took an active role in other cultures, including a number of Mesoamerican civilizations, but never again would such a free sharing of ideas exist between humanity and the fraal.

During the 20th century, the Greys stepped up their observation of Earth. Among all species, the Greys have perhaps the greatest understanding of what the rising dark tide means: Their own homeworld was lost to them due to exactly such an event, untold thousands of years ago. But whether they study the dark tide's effects on Earth's flora and fauna in order to prevent a reoccurrence here of what happened to their people, or to gain the knowledge and power to return home and reclaim their world, is unknown.

The Greys are masters of psionic power and genetic engineering. They mistrust magic of all sorts, due to their race's bad experiences with the dark tide. They are generally friendly to the U.S. government (or at least to certain agencies that they work with, such as NASA). The fraal are also described in the *Xenofoms* chapter, as well as in the *d20 Menace Manual*.

THE HOFFMANN INSTITUTE

Just because a conspiracy claims to have the best interests of humanity at heart doesn't stop it from being a conspiracy. As described in the *d20 Menace Manual*, the Hoffmann Institute hides a very large secret itself: its founder, Itohiro Nakami, is an alien being.

Nakami, horrified by the slaughter of World War I and worried that continued warfare would threaten the Greys' presence on Earth, felt it necessary to step in and take an active role in guiding the future of humanity. Bankrolled by former German diplomat Tomas Hoffmann, who was more interested in Nakami's access to the technology of Nikolai Tesla than to his political goals, the Hoffmann Institute was born in 1917.

Though Hoffmann himself is long dead, Nakami remains at the helm of his organization (in the guise of the grandson of the "original" Itohiro Nakami). The Institute maintains regular contact with a faction of Greys still interested in guiding the human race, and has contacts in governments and in the worldwide scientific community.

At the directive of Nakami himself, the Institute actively recruits agents who have experience with the strange or supernatural, seeking to tap into their knowledge and abilities. Some have wondered if the Institute has expanded too fast over the last two decades, opening offices in a dozen cities worldwide. Though the Institute seems to have maintained its cover so far, it's entirely possible that rogue agents or fifth columnists may have infiltrated its ranks. An inter-organization conspiracy seems inevitable, and if heroes hunting down rogue agents discover the truth about Nakami, they may wonder if they're on the wrong side after all.

THE FINAL CHURCH

Around the world, there are those depraved souls who worship horrible fiends (see *Xenofoms*) as gods. Some of these fiends may once have held sway over entire civilizations, but today they lurk in the shadows, mere echoes of their former glory. Despite this, they still have minions dedicated to furthering their aims: the

CONSPIRACY HUNTER'S GUIDE: THE NEW WORLD ORDER

The rise of the dark tide during the 20th century has mirrored a very different kind of tide: the rise of globalization. From multinational corporations to the World Trade Organization, from the World Bank to the United Nations, the power of the individual nation-state has weakened dramatically in the last handful of decades. Proponents of these trends claim it's a natural evolution of civilization, no different than mammals succeeding dinosaurs as rulers of the Earth.

Hogwash.

Globalization isn't some random event that happens to be occurring, it's the result of a massive conspiracy to establish a single world government to rule every last human being on the planet: the New World Order. The U.N.'s just a "front organization" for the efforts of the New World Order, and the U.S. is one of its biggest patsies.

Lately, the New World Order has become particularly interested in near-space operations, including sponsorship of the International Space Station. Whether this is intended to establish a permanent "upper hand" in negotiations with vulnerable nations below, or the first step toward widening humanity's reach to other worlds, is unclear.

Clues: Any time that a global concern takes precedence over a single nation's sense of self-preservation or self-government, it's likely that the New World Order has stepped in. From the manipulation of oil prices to multinational strike forces taking down despotic governments, the New World Order seeks to preserve stability and establish control on all fronts. And of course, if you happen to spot some black helicopters in the vicinity...

destruction of traditional religions and the return of the dark elder "gods" to the world.

Called by some "The Final Church," for lack of a better name (and detailed more fully in the *d20 Menace Manual*), this global conspiracy dates back to the earliest days of civilization, when mankind first discovered that evil powers could be placated through blood rituals. In fact, at least one researcher has claimed that the extinction of the entire Neanderthal species may well

I SHALL A WALL YOUR INSTRUCTIONS IN THE MATTER.



have been the result of a massive human sacrifice of proportions not duplicated until Hitler's Final Solution.

That was over 20,000 years ago. Just think about that for a moment: a secret organization at least 200 centuries old, and likely far more ancient than that. That would make the Final Church the oldest conspiracy by far, predating even the first alliance between humans, kinori, and Greys that resulted in the Companions of Horus (see Rosicrucians, above). And through all those years, the conspiracy has stayed alive—hiding in the shadows during the difficult years, and thriving during the good times.

Unfortunately for humanity, the last 100 years or so have been one of those good times, with an explosive growth in the Final Church's membership. From Aleister Crowley's Golden Dawn to the Thule Society and its connections with the rise of the Nazi party, from the Manson Family to the Son of Sam, from the thrill-kill death squad to the demon-worshipping cultists hiding in the basement of a suburban home, the Final Church is everywhere. Each arm exists separate from the others—cut down one group of cultists, and you're likely no closer to finding the next group, as no central organization exists. And yet somehow, the Final Church quietly guides the actions of those dedicated to its causes.

It is merciless, it is despicable, and it is utterly malevolent. And it has no goal but to serve its dark masters.

THE NEO-SCIENTOLOGISTS

This quasi-religious organization was born from a schism within the Church of Scientology. Led by the charismatic William Kwouk, thousands of members left the Church of Scientology in the year 2002 to form their own organization. The Neo-Scientologists seem harmless enough to the average person, offering free personality tests in malls and airports, but this façade conceals a group working diligently to explore and develop psychic powers. This, they believe, will open up a new state of mind capable of tapping into humanity's collective subconscious. Members of the group also tend to turn up investigating UFO sightings, though they have a more sinister purpose than mere curiosity—Kwouk hopes that human-alien contact may help his agenda move along even more quickly.

This organization is described in greater detail in the *d20 Menace Manual*.

Xeniform. The word conjures up thoughts of mystery and danger. Technically, it describes any lifeform of an alien or unknown origin, though it's generally applied to any creature whose existence isn't widely known (or believed) by the public, from little green (or Grey) men to the Loch Ness Monster.

The Hoffmann Institute spends a great deal of time and money researching xeniforms—where they live, what their origin is, and what threat (if any) they pose to humanity. Some may merely be benign organisms, no more dangerous than elephants or the coelacanth. But the Institute isn't likely to take any chances. In many cases, a direct link between the rising tide of dark matter and the rising population of these xeniforms can be drawn, suggesting that their mere existence may signal a larger danger to the human population.

Most xeniforms fall into one of three categories. Some are naturally existing creatures, more or less native to Earth. The second group is the opposite of the first: invaders from another world or dimension, beings which by all rights shouldn't even exist on our globe. The third and final group is perhaps the most terrifying, for this category contains those horrors that humanity has created on its own—usually unintentionally, though not always so.

Of course, it isn't quite as cut-and-dried as that. Some creatures don't fit neatly into a single category—the Montauk monster, for example, is an otherworldly threat, but it only exists on Earth because of human experimentation. Many claim that the sasquatch is actually a non-native species, but regardless of origin, those on Earth know nothing of living on any other world and have adapted completely to terrestrial existence.

USING XENIFORMS

At its heart, an encounter with a xeniform is a strange and terrifying brush with the unknown. At best, it's a wondrous and fascinating experience to be remembered until the end of your days. At worst...well, at worst you don't get to remember it for more than a few seconds.

Use xeniforms sparingly in your *Dark•Matter* game. It's easy for the campaign to become a "monster of the week" storyline, but that robs the encounters of their wonder and mystery. If every dark alley, sewer, or jungle holds another creature that doesn't appear in any zoology textbooks, the characters (and thus the players) are rightfully going to wonder what's so special

about all these freaks of nature. If your players start to check off xeniforms like they're completing a scavenger hunt—"Bigfoot, check; mothmen, check; alien probe, check"—then you've probably overdone it a bit.

That said, the xeniform encounter doesn't have to be the climax of a long adventure. Sometimes, it can be the clue that something terrible is going on, starting the characters on a search to find out who or what is responsible for these horrific beasts.

Below is a breakdown of some of the xeniforms traditional to the horror/conspiracy genre, divided into

Xeniforms

CREATURES OF DARK-MATTER

the three categories described earlier. Each one includes a brief description of how you might use the creature in a *Dark•Matter* setting, as well as an adventure hook to get you started. By no means are these the only creatures appropriate to *Dark•Matter*. The *d20 MODERN Roleplaying Game*, *d20 Menace Manual*, and the *URBAN ARCANA* campaign setting include many, many more creatures that might find a place in your game. (Unless stated otherwise, the creatures below are taken from the *d20 Menace Manual*.)

When selecting or creating a new xeniform for an encounter, avoid using overtly fantastic or mythological creatures. Encountering a group of ghouls or grimlocks in the Chicago sewers is one thing, but running into a unicorn or fire-breathing dragon in Central Park breaks the mood of eerie mystery. (That said, if you're running a more fantasy-themed game, perhaps incorporating elements of the *URBAN ARCANA* campaign setting, a higher fantasy tolerance is acceptable, even expected.) In a *Dark•Matter* game, xeniforms should inspire shock and revulsion in at least equal parts as awe and wonder.

HORRORS OF NATURE

These creatures may be evolutionary dead ends, throwbacks to earlier ages, or simply as-yet uncatalogued denizens of our planet.

SHALL A WALL YOUR INSTRUCTIONS IN THE MATTER.



Breathsnatcher: The breathsnatcher, from *Urban Arcana*, makes a great lone killer. Whether preying on urban pub-crawlers, homeless winos, or comatose patients in local hospitals, the breathstealer combines unthinkable evil with an all-too-human appearance.

Adventure Hook: The mayor of a small city is getting accolades for clearing the streets of the homeless. But it's not the city's social policies that are doing the trick—it's a breathsnatcher who's been clearing the streets of human detritus. Worse still, the breathsnatcher's on the mayor's payroll!

Crawfordsville Monster: These amoebalike prehistoric throwbacks first came to the Institute's attention in the 1930s, when a pack of them devoured an entire town in rural Illinois.

Adventure Hook: Hikers have been disappearing along a stretch of the Appalachian Trail. The FBI suspects that a local Satanic cult has been kidnapping the hikers, but they've actually been feeding a Crawfordsville monster, which has grown to gargantuan size.

Mapinguari: This enormous ground sloth roams through remote regions of South America, far from the predations of mankind.

Adventure Hook: An eccentric billionaire has dispatched a team of hunters to bring back a mapinguari

for his private zoo. Hoffmann sends a group of agents to follow the hunters and, if possible, prevent them from succeeding. Bringing back DNA samples of the mapinguari would be a bonus.

Sasquatch: Known more colloquially as Bigfoot, this creature may be the most iconic figure of the modern monster-hunter. Most are as savage as their reputation describes, but a few still cling to the culture of their ancestors—the alien race known as weren, brought to Earth by the fraal long ago.

Adventure Hook: Campers attacked in the Mount Rainier National Park claim that their assailant was "a big ape." Hunters and publicity hounds of all stripe immediately descend on the area, hoping for a picture (or a trophy) worth thousands of dollars. The Institute knows the truth—the culprit is a rogue weren soldier from their compound in the Pacific Northwest—and dispatches a team to bring back the runaway before he does more damage. Of course, the agents may not know the whole story beforehand...

Sea Serpent: Tales of great aquatic leviathans date back to the earliest sailors, as such creatures have roamed the world for millions of years. Despite humanity's best efforts, enough dark corners of the ocean remain to allow these beasts to remain "undiscovered," at least officially.

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Adventure Hook: In the area of the Atlantic known as the Bermuda Triangle, three vessels have been lost in the past two weeks. Though the Institute's official stance is that the region has no paranormal links, it sends a few agents to check out the possibility of alien involvement. Instead, they find out to their horror that a great sea serpent is to blame—and is still hungry, to boot!

Skunk Ape: Another classic critter of modern legend, this one comes from the *URBAN ARCANA* campaign setting. Surprisingly intelligent, these hominids are generally peaceful and non-threatening unless attacked first.

Adventure Hook: Government agents brought into investigate poaching on federal land are discovered dead and half-eaten. Further investigation reveals a family of skunk apes living in the vicinity, and a few leftover scraps of government agent in their cave. Though these apes did indeed consume some of the dead agents, they aren't responsible for the murders; those were the work of a group of drugrunners growing opium on the federal land.

Yeti: Thought by many to be related to the sasquatch, the yeti may actually be some form of human-weren hybrid. Many are closely allied to the Ascended Masters, the ancient and secret rulers of the Rosicrucians (a.k.a. the Companions of Horus).

Adventure Hook: A patrol of Chinese soldiers in Tibet has killed a yeti, but a snowstorm prevents them from returning to base with the body. A team of Hoffmann agents must intercept the soldiers and steal the body, preferably without the soldiers even knowing they were there.

OTHERWORLDLY THREATS

These frightening beings hail from dimensions or worlds far from our own. They don't belong here, but just try telling them that!

Alien Probe: These devices, utilized by the alien fraal (see below), are used to explore and collect data. They are often sent to areas that the fraal wouldn't dare go themselves.

Adventure Hook: While on another mission (such as any of those listed in this chapter), the heroes occasionally spot a fast-moving light in the air. The alien probe is investigating the same phenomenon as the agents, and is willing to use its powers to thwart them in their quest.

Elohim: These mighty beings of elemental fire are inextricably intertwined with human history, having been regarded at various times as kings, angels, or even gods. They destroy fiends and luciferans (see

CONSPIRACY HUNTER'S GUIDE: NEO-SCIENTOLOGY

This splinter faction of the Church of Scientology was formed in the early days of the 21st century by William Kwouk. Once a prominent Scientologist, Kwouk broke away from the teachings of that organization and took thousands of other members with him to found the Neo-Scientologists. Though the two groups appear to share many beliefs, the parent organization is engaged in a legal battle with the younger group (ostensibly over the use of the name, but many believe it goes deeper than that).

The Neo-Scientologists work diligently to spread their faith, but in addition to that are quite interested in UFO sightings. This makes them a natural rival of the Hoffmann Institute, though the Institute prefers to play down any competition between the two groups. However, it's a poorly kept secret that the Institute's director, Itohiro Nakami, doesn't trust the Neo-Scientologists, though he's been unable to say exactly why.

For now, Hoffmann agents are instructed to avoid conflict with the Neo-Scientologists, and for that matter to avoid any appearance of competition for the secrets that both organizations apparently pursue. Let the Neo-Scientologists grab their headlines, agents hear, while we work quietly behind the scenes.

Clues: The Neo-Scientologists don't have any secret symbology, though they do use certain terms of jargon that can help to identify them. The group is divided into two orders, called Signs (the training arm) and Voices (the recruitment arm). Members speak of the "analytical mind versus the reactive mind," and of mental states called "Clear"—the shedding of the reactive mind in favor of the analytical, or rational mind—and "Aware," the ability to tap into humanity's collective subconscious.

below) wherever they find them, but rarely pause to allow innocent bystanders to escape the scene.

Adventure Hook: A particularly charismatic evangelist has rallied a large group of followers to his fundamentalist (and quasi-apocalyptic) cause. Fearing either an ugly conflict with the feds or a mass suicide, Hoffmann sends a few agents to infiltrate the cult. When the agents try to stop the group from torching the headquarters of a local software company secretly

run by a luciferan (see below), the elohim reveals himself in all his glory.

Etoile: These bizarre alien creatures seek to enslave the entire human race, transforming them into cybernetic minions (see the sand slave, below).

Adventure Hook: MUFON (a private group of UFO enthusiasts) has retrieved an unconscious (and dormant) etoile, which they believe to be a machine of alien manufacture. The Hoffmann Institute seeks to retrieve the etoile before the group manages to repair (and thus reactivate) the creature.

Fiends: A wide variety of fiends exist, including those in the *d20 MODERN Roleplaying Game* and the *d20 Menace Manual*. Some are murderous monsters, while others are coldly ruthless killers, but regardless of form these otherdimensional beings are pure manifestations of corruption and evil, and find the world of the *Dark•Matter* setting to their liking.

Adventure Hook: A tumor fiend has taken up residence in the basement of a local hospital, where it feeds on the occasional cancer patient. The hospital does its best to cover up the unexplainable deaths, because its chief administrator (a necromancer) doesn't want any undue attention.

Fraal: These small humanoid aliens (nicknamed Greys for the hue of their skin) have meddled in human affairs for thousands of years. Sometimes they seem to be our allies; but in other cases, they have been willing to sacrifice human lives for their own needs.

Adventure Hook: A crashed fraal scout ship, long-buried under the ice of Greenland, has become uncovered due to seismic activity. Its emergency beacon is too weak to summon help from space, but has been picked up by the Hoffmann Institute (among other groups). Now it's a race between the Institute and its rivals to see who can reach the ship first and claim its secrets.

Gardhyi: These sinister aliens are often misidentified as government "Men in Black" due to their somber garb and marked interest in paranormal events. Worst of all, these creatures represent only the first contact with a larger alliance of alien creatures, feared even by the fraal.

Adventure Hook: Arriving on the scene of an unusual event (such as one of those listed here), the agents learn that they aren't the first to investigate—a pair of men in dark suits with dark sunglasses just left the scene. This happens a few times before the heroes spot the culprits: a pair of gardhyis gathering data for their alien masters.

Half-Fraal: Genetic experiments by the alien fraal (see above) created these half-human hybrids. Those

that don't display alien features are typically unaware of their heritage, while those with visible mutations are shunned as freaks.

Adventure Hook: The carnival has come to town, including a full-fledged freak show. Since such gatherings often include paranormal beings, the agents are dispatched to investigate. While they're there, a pair of Men in Black show up in search of an alien hybrid who supposedly travels with the carnival. The obvious target, the alabaster-skinned, pink-eyed "Alien Boy," is their quarry, but he's just an albino: the real half-fraal is the hypnotist.

Kinori: Though the species has been present on Earth for millions of years, the dinosaurlike kinori are originally from another world or dimension (no kinori truly remembers their original home). They have lived underground in secret for countless generations, but still hope to take back "their" world from the usurping humans.

Adventure Hook: Reports of alligator sightings in the New York City sewers are up 23% in the last six months. Hoffman sends in a team of agents to investigate, but neglects to warn them that these "gators" are more likely the intelligent and deadly kinori.

Luciferan: These clandestine alien beings exist in secret among or on the outskirts of human civilization. Despite their devilish appearance, luciferans have no natural bent toward evil, though they often enjoy meddling in human affairs (sometimes with positive outcomes). They fear the elohim, but rarely discuss the origin of this antipathy.

Adventure Hook: The CEO of a local software company, a close ally of the Institute, fears for his safety. Apparently, some apocalyptic cult has marked him as an enemy of humanity and now threatens his business (as well as his personal well-being). A few Hoffmann agents are quietly added to his security detail, but when they learn along the way that he's actually a luciferan, they must quickly reassess which side they should be on.

Montauk Monster: Brought to Earth through scientific experiments in the mid-20th century, the Montauk monster is a thing of pure energy—and hatred.

Adventure Hook: Despite being fired from the Department of Defense, a scientist continues her work on teleportation on her own. She manages to open a dimensional rift for a split-second—just long enough to bring a Montauk monster into our world. The creature escapes the containment field of the device and begins its rampage through a quiet New Jersey suburb. Hoffmann agents must either destroy the monster or find the scientist and reverse the experiment that brought it here.



SHALL AVOID YOUR INTERACTIONS IN THE MATTER.

Mothfolk: These alien beings have migrated to Earth from an alternate dimension. No one knows why they have come—whether their original home is no longer habitable, or perhaps if they are fleeing some terrible threat.

Adventure Hook: Tourists at an out-of-the-way Mesoamerican pyramid report being chased away by an enormous winged creature with glowing red eyes. Some natives claim this is an avatar of Quetzalcoatl, returned to wreak vengeance upon those who despoiled the area. It's actually a mothfolk, trying to warn people away from the pyramid, which contains a recently activated portal to an unknown dimension.

Puppeteer: These psychic parasites, found in the *d20 MODERN Roleplaying Game*, control living creatures to accomplish their nefarious schemes.

Adventure Hook: A local city councilwoman widely known as a tool of big business reverses her vote on a crucial issue that costs a noted corporation millions of dollars in environmental fees. Though lauded by many, the politician isn't operating of her own free will—she's being controlled by a puppeteer that doesn't want the corporation's clearcutting to reveal a nest of more of its kind. The puppeteer itself isn't attached to the politician, but to a low-level functionary working in her office.

Sand Slave: Creations of the alien etoile (see above), sand slaves are cybernetically transformed humans. Loyal only to their etoile masters, these powerful minions can easily pass as human, infiltrating organizations in order to subvert them from within.

Adventure Hook: A group of missing women shares a single link—all took part in medical experiments involving antifertility implants. Unbeknownst to them, the experiment was tainted—the women were instead implanted with dormant etoile nanites which have accidentally been activated. The women are now sand slaves, and are traveling toward Houston to rendezvous with their new master. Agents are called in to track down the women before they fall under the control of the etoile.

CREATIONS OF MAN

Throughout the course of history, humanity has often been its own worst enemy, giving birth to uncounted monsters of flesh, steel, or dream. Most horrifying are those that were once human themselves.

Flesh Golem: This creature, from the *d20 MODERN Roleplaying Game*, works well as the servant or bodyguard of a necromancer.

Adventure Hook: A flesh golem's master died unexpectedly. When creditors came to repossess the necro-

mancer's laboratory equipment, the flesh golem went berserk. Now it haunts the slums, lashing out at anyone who comes near. Local gangs are terrified of the monster, as it's nigh-invulnerable to their attacks. The twist: A resident has recognized the golem (well, the head anyway) as a loved one, and needs help "rescuing" him.

Ghoul: Victims of a horrible strain of virus, ghouls are human beings transformed into disease-ravaged corpses. No longer human, they survive on the fringe of society, taking what they need to survive.

Adventure Hook: The biohazard disposal fees incurred by a local hospital have dropped dramatically during a new administrator's tenure. The savings aren't due to any diligent attention to cost-cutting, but rather to a bargain cut between the administrator and a local pack of ghouls. When the administrator becomes the victim of a layoff, the ghouls' food supply disappears...with predictable results.

Maniac: Though insanity rarely needs a supernatural push, the rising tide of dark matter has also led to increased mental instability. Some of these poor souls, particularly those confronted by the hidden horrors of the world, are pushed over the edge into homicidal mania.

Adventure Hook: A close friend of one of the agents begins to suspect that there's something more to the agent's activities than he's letting on. When he finally witnesses them battling some horrific creature, his obsession is transformed into insanity. Now, the former friend fixates on the agent as the target for his violent nature and seeks an opportunity to "punish" the agent for what has happened.

Moreau: These animal-human hybrids, detailed in the *d20 MODERN Roleplaying Game*, may be created by mad scientists or via government contract. Some organizations use them as elite soldiers, others as spies or assassins.

Adventure Hook: Agents all-too-accustomed to dealing with psychotic cannibal-killers find that their latest target is actually a rat moreau. But this isn't the end of the story, as the agents follow the moreau's trail back to a secret government lab dedicated to the creation of these hybrid xenofoms.

Mummy: These undead creatures from the *d20 MODERN Roleplaying Game* are preserved through ancient rituals. Some claim that the kinori (see above) taught humans the art of mummification more than 5,000 years ago.

Adventure Hook: An outbreak of an illness resembling a flesh-eating virus strikes a major city. The first victim turns out to be the curator of a local natural history museum. Under pressure, he lets slip that he

developed symptoms shortly after receiving a shipment from an affiliated museum in Tunisia—a shipment which was stolen from the museum that very night. The shipment, of course, contained a mummy, sent as part of a terrorist plot of biological warfare. Now the mummy roams free in the city, spreading its rotting disease to all it touches.

Night Terror: Whether created from whole cloth by the nightmares of children or summoned to this world from alien dimensions by particularly vivid dreams, the horrors known as night terrors pose dire threats to their chosen victims.

Adventure Hook: A young girl targeted by Hoffmann as a potential future recruit begins to suffer from extraordinary fatigue and tension. Her parents, fearing for their daughter's health, contact the Institute for a follow-up visit. The heroes assigned to her case can't let the parents know that the agency's been watching their daughter for many months, even as the girl's nightmares begin to take very real form.

Replacement: These vat-grown clones (see the *d20 MODERN Roleplaying Game*) are used by wealthy and unethical organizations and governments for purposes of deception and subterfuge.

Adventure Hook: After many weeks of negotiation with his kidnappers, the CEO of a major defense contractor is safely returned to his family. When top-secret technology starts disappearing out the back door, the government blames left-leaning technicians, but the truth is more dire: an enemy nation has replaced the CEO with a clone loyal only to them. The agents must uncover the conspiracy, learn if the original is still alive (and where he is), and stop the knowledge drain without creating an international crisis.

Revenant: Like a spirit (see below), a revenant is a once-living person returned from the grave. Unlike the spirit, the revenant exists for only one reason—to seek vengeance upon those still alive.

Adventure Hook: A judge has been slain, brutally torn limb from limb by an unknown assailant. Due to the unusual circumstances of the crime, the Institute sends in some agents to check it out. The culprit is a revenant, sentenced to death 7 years earlier after his public defender (now a very dead judge) intentionally allowed him to be framed in exchange for political favors that led to his election. The revenant isn't done, though—it also seeks the death of those who traded the attorney those favors, including the mayor herself.

Sewer Sludge: The product of an unknown mix of toxic chemicals, the sewer sludge feeds on whatever creatures are unlucky enough to cross its path.

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Adventure Hook: Half-eaten cattle found along an irrigation ditch are chalked up by locals to the activity of wolves, or perhaps devil worshipers (except for those few who insist that aliens are responsible). The real predator is a sewer sludge, washed downriver from its urban home by recent torrential rainfalls.

Spirit: A wide range of spirits exist, from the animating spirit (poltergeist) to the possessing spirit (or haunt). These beings, described in *URBAN ARCANA*, are the essences of once-living creatures cursed to remain on Earth for any of a variety of reasons. Some are malevolent, others merely malicious or spiteful, and a few may even prove helpful to living beings.

Adventure Hook: A schoolteacher contacts one of the agents for help solving a murder. She claims to have taught the agent in his youth, though the agent has no particular memory of the teacher. During the investigation, the agents fail to find any connection between the schoolteacher and the murder victim (who, it turns out, is known to the agent). When the agents finally track down the killer, they learn the truth: the schoolteacher has been possessed by the spirit of the murder victim, who used his extra days on Earth to bring his own killer to justice.

Urban Wendigo: These cannibalistic urban creatures, detailed in *URBAN ARCANA*, hunger for the flesh of

those who wronged them in life. Though once human, the dark tide has tainted these wretches, turning them into unspeakable horrors. Or perhaps, the dark tide merely revealed what was there all along.

Adventure Hook: A rash of missing persons is traced to an area of a half-dozen blocks. Suspecting something more than just another serial killer, Hoffmann sends a team of agents to keep the problem from getting too public. Investigating a condemned tenement in the middle of this area, the ill-equipped heroes run afoul of a hunting pack of urban wendigos.



-3-

MARCH 04 DUNGEON/POLYEDRON 113

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This game owes its life to the work of Wolfgang Baur and Monte Cook, and their groundbreaking work on the original *Dark•Matter* campaign setting for the *Alternity* roleplaying game. By necessity, *Dark•Matter: Shades of Grey* only scratches the surface of weirdness. For a wealth of new ideas for your conspiracy-themed game, you owe it to yourself to track down a copy of the original, published in 1999 by Wizards of the Coast, as well as any of the other fine *Dark•Matter* products.

There's a wealth of other sources out there, both fictional and non-fictional, to inspire your *Dark•Matter* game. Doug Moench's *Big Book of Conspiracies* and *Big Book of the Unexplained* provide a great overview of topics appropriate to *Dark•Matter*. Grant Morrison's *The Invisibles* comic series (available in collected versions) is a great model for a group of heroes fighting against grand conspiracies. Dan Brown has written a number of fictional works (*Angels and Demons* is probably the best, but they're all worth reading) featuring heroes battling conspiracies large and small,

from the U.S. government to the Catholic Church to the Illuminati itself.

And of course, the Internet. The great thing about researching your *Dark•Matter* campaign on the Internet is that the accuracy (or lack thereof) of

Afterword

BY ANDY COLLINS

the subject matter is meaningless. What is perhaps the Internet's greatest weakness as a research tool—the questionable veracity of its “facts”—becomes its greatest strength. After all, in *Dark•Matter*, the Gamemaster is the one deciding “What is Truth?”

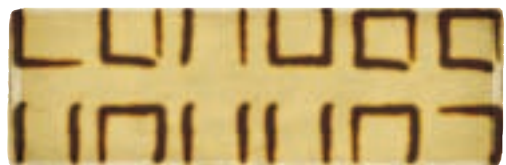
SCENARIO #1: ONE GRIFFON



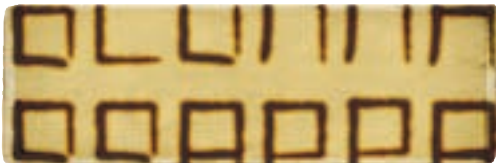
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Player Handout: Card B



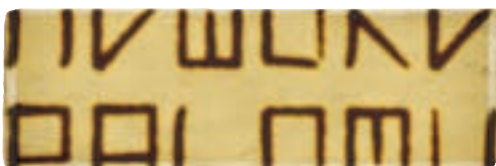
Player Handout: Card C



Player Handout: Card D



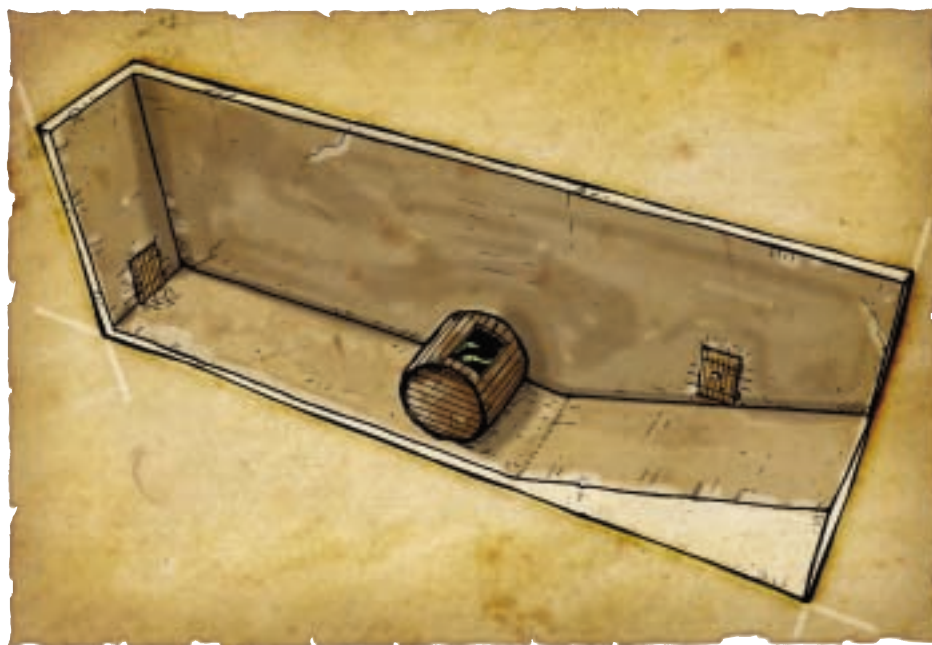
Player Handout: Card E



Player Handout: Card F



SCENARIO #2: TWO SERPENTS



SCENARIO #4: FOUR POTIONS

P E S I
O G E N
T I C P

PC 3's Label

I N O O
O S N T
N W D I

PC 2's Label

SCENARIO #3: THREE CLOAKS



C I L O
O T E N
L H T N

PC 4's Label

O T T A
R H E M
B E R E

PC 1's Label

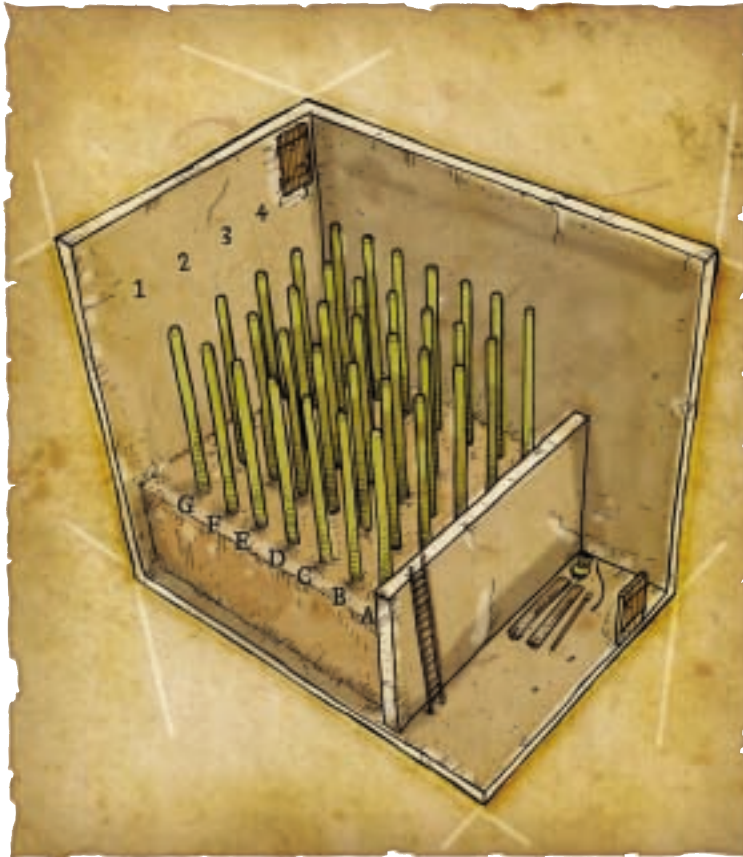
SCENARIO #5: FIVE DOORS



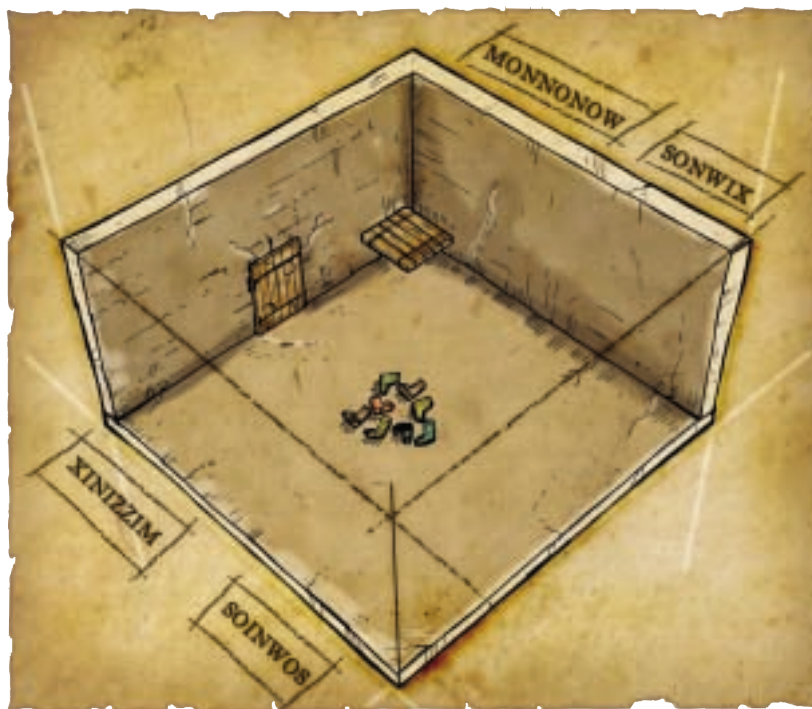
SCENARIO #6: SIX ARMED STATUE



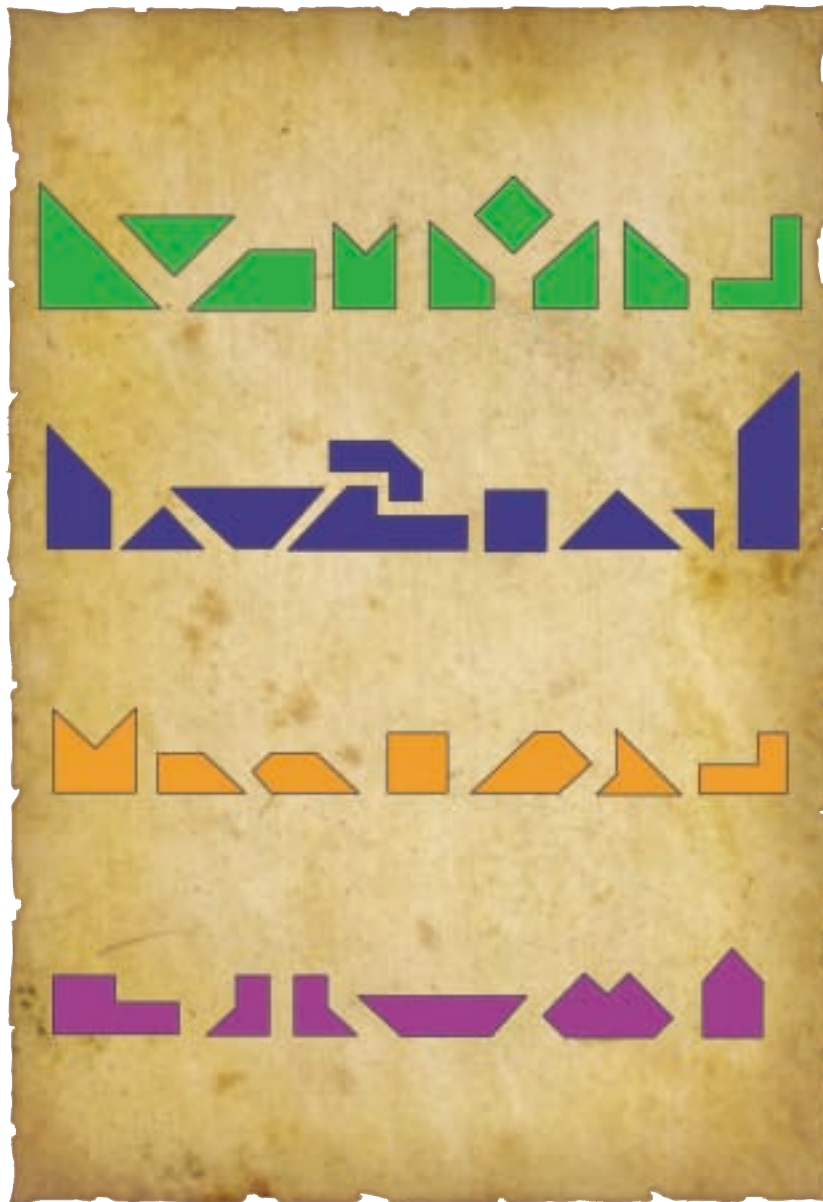
SCENARIO #7: SEVEN BY FIVE



SCENARIO #8: EIGHT BOOTS



SCENARIO #9: NINE STROKES



SCENARIO #10: TEN DISKS



SCORE SHEET

Team Name: _____

	Scenario	PC 1	PC 2	PC 3	PC 4	Total
#1	ONE GRIFFON	_____	_____	_____	_____	_____
	☐ Disk 1					
#2	TWO SERPENTS	_____	_____	_____	_____	_____
	☐ Disk 2					
#3	THREE CLOAKS	_____	_____	_____	_____	_____
	☐ Disk 3					
#4	FOUR POTIONS	_____	_____	_____	_____	_____
	☐ Disk 4					
#5	FIVE DOORS	_____	_____	_____	_____	_____
	☐ Disk 5					
#6	SIX-ARMED STATUE	_____	_____	_____	_____	_____
	☐ Disk 6					
#7	SEVEN BY FIVE	_____	_____	_____	_____	_____
	☐ Disk 7					
#8	EIGHT BOOTS	_____	_____	_____	_____	_____
	☐ Disk 8					
#9	NINE STROKES	_____	_____	_____	_____	_____
	☐ Disk 9					
#10	TEN DISKS	_____	_____	_____	_____	_____
	TOTAL	_____	_____	_____	_____	_____